LCA-VISION INC. (the "Company")

Summary of Individual Defendants' Trading Activity in the Company's Securities During the Proposed Class Period (October 24, 2006 - November 2, 2007, the "Class Period")

Individual Defendant	Total Shares and Options Owned Before Class Period	Unrestricted Shares Acquired During Class Period	Total Shares Allegedly Sold During Class Period (10/24/06- 11/2/07)	Losses in Retained and Acquired Holdings
Steven C. Straus (CEO as of 11/2/06)	0^1	$2,500^2$	0	\$54,025 ³
Alan H. Buckey (CFO)	89,299 ⁴	15,400 ⁵	0	\$3,468,082 ⁶
Craig P.R. Joffe (Former Interim CEO; resigned effective 3/30/07)	420,714 ⁷	90,0198	374,829°	\$4,771,589 ¹⁰
Totals for All Individual Defendants	510,013	107,919	374,829	\$8,293,696

ANNUAL SALES OF INDIVIDUAL DEFENDANTS

Individual Defendant	Shares Sold in 2005	Shares Allegedly Sold in 2006	Shares Allegedly Sold in 2007	Shares Allegedly Sold During Class Period
Steven C. Straus	N/A	0	0	0
Alan H. Buckey	90,000	0	0	0
Craig P.R. Joffe	1,450,000	340,00011	34,82911	374,829

ANNUAL ACQUISITIONS BY INDIVIDUAL DEFENDANTS

Individual Defendant	Shares Acquired in 2005	Shares Acquired in 2006	Shares Acquired in 2007	Shares Acquired During Class Period
Steven C. Straus	0	4,682 ¹²	7,500 ¹³	7,182
Alan H. Buckey	112,350 ¹⁴	0	23,965 ¹⁵	23,965
Craig P.R. Joffe	1,033,38216	9,000 ¹⁷	98,584 ¹⁸	98,584

DETAIL OF CRAIG P.R. JOFFE'S SALES

Year	Number of Shares Allegedly Sold	Gross Proceeds ¹⁹
2004	0	N/A
2005	1,450,000	\$48,203,500.00 ²⁰
2006	340,000 ²¹	\$11,755,659.50 ²²
During Class Period (October 24, 2006 - November 2, 2007)	374,829 ²³	\$13,224,147.19 ²⁴

¹ Mr. Straus began employment with the Company on November 2, 2006, and, as reflected in the Company's proxy statement filed July 6, 2007, did not beneficially own any securities of the Company. Pursuant to his employment agreement dated November 1, 2006, he was granted an award of 4,682 time-based restricted stock units and a performance award of 9,365 shares to be earned based on performance metrics for 2007 as determined by the Compensation Committee, which were scheduled to vest on November 2, 2009, the third anniversary of his date of employment. As reflected in the Company's proxy statement filed on March 21, 2008, no performance shares were earned for 2007. Mr. Straus therefore had no rights to either the time-based restricted share units or the performance-based restricted share units during the Class Period.

² Mr. Straus purchased 2,500 shares on August 3, 2007 at a purchase price of \$31.99 per share.

³ Reflects the 2,500 shares acquired on August 3, 2007 multiplied by the difference (\$21.61) between the market value of the Company's stock-price high post-August 3, 2007 (\$37.19 on August 22, 2007) and the market value of the Company's stock at the close of the Class Period (\$15.58 on November 2, 2007).

⁴ Reflects securities beneficially owned by Mr. Buckey as of April 17, 2006, as reported in the Company's proxy statement filed April 28, 2006. In accordance with Rule 13d-3(d)(1) of the Exchange Act, the securities beneficially owned as reported in the proxy statement include any shares over which a person exercises sole or shared voting or investment power and the number of shares that can be acquired within sixty (60) days upon exercise of an option. Accordingly, the securities beneficially owned by Mr. Buckey on April 17, 2006 include 54,850 shares owned of record, 8,948 shares owned by Mr. Buckey's spouse and minor children, and 25,501 shares issuable upon the exercise of certain stock options. The number of shares underlying the options does not include shares underlying options that are not exercisable within sixty (60) days of April 17, 2006.

⁵ Mr. Buckey purchased 15,400 shares on August 3, 2007 at prices per share ranging from \$31.79 to \$32.81.

⁶ Reflects the sum of (a) \$3,135,288, which is the product of the number of shares and options exercisable as of June 16, 2006 and the difference (\$35.11) between the market value of the Company's stock at the stock-price high during the Class Period (\$50.69 on July 5, 2007) and the market value of the Company's stock at the close of the Class Period (\$15.58 on November 2, 2007), and (b) \$332,794, which is the product of the number of unrestricted shares acquired on August 3, 2007 and the difference (\$21.61) between the market value of the Company's stock-price high post-August 3, 2007 (\$37.19 on August 22, 2007) and the market value of the Company's stock at the close of the Class Period (\$15.58 on November 2, 2007).

⁷ Reflects securities beneficially owned by Mr. Joffe as of April 17, 2006, as reported in the Company's proxy statement filed April 28, 2006. In accordance with Rule 13d-3(d)(1) of the Exchange Act, the securities beneficially owned as reported in the proxy statement include any shares over which a person exercises sole or shared voting or investment power and the number of shares that can be acquired within sixty (60) days upon exercise of an option. Accordingly, the securities beneficially owned by Mr. Joffe on April 17, 2006 include 353,214 shares and 67,500 shares issuable upon the exercise of certain stock options. The number of shares underlying the options does not include shares underlying options that are not exercisable within sixty (60) days of April 17, 2006.

⁸ Includes 18 shares acquired on January 19, 2007 and 90,001 shares acquired through exercise of options on March 6, 2007. *See infra* note 15.

⁹ See Consolidated Complaint ¶ 155.

¹⁰ Reflects (a) the difference (\$35.11) between the market value of the Company's stock at the stock-price high during the Class Period (\$50.69 on July 5, 2007) and the market value of the Company's stock at the close of the Class Period (\$15.58).

on November 2, 2007), <u>multiplied by</u> (b) the sum of (i) the number of shares and options exercisable as of June 16, 2006, (ii) the number of unrestricted shares acquired during the Class Period, <u>less</u> (iii) the number of shares allegedly sold during the Class Period.

¹¹ See Consolidated Complaint ¶ 155.

¹² Mr. Straus received a restricted stock award of 4,682 shares on November 2, 2006.

¹³ Mr. Straus purchased 2,500 shares on August 3, 2007 at a purchase price of \$31.99 per share and 5,000 shares on December 12, 2007 at a purchase price of \$18.55 per share.

¹⁴ Mr. Buckey exercised 35,925 options on April 4, 2005 and 76,425 options on August 4, 2005.

¹⁵ Mr. Buckey received an award under the Company's 2001 Stock Incentive Plan of 8,565 shares on February 20, 2007 (with a vesting date of March 2, 2009 contingent on his employment with the Company on that date), and purchased 15,400 shares on August 3, 2007 at prices per share ranging from \$31.79 to \$32.81.

¹⁶ Mr. Joffe received these shares as a gift on January 13, 2005.

¹⁷ Mr. Joffe purchased 7,000 shares on March 6, 2006 at a purchase price of \$42.4957 and received a restricted stock award of 2,000 shares on March 14, 2006 (with a vesting schedule over a 3-year period with one third vesting on the first, second and third anniversaries, contingent on his employment with the Company on the applicable vesting date).

¹⁸ Mr. Joffe acquired 18 shares on January 19, 2007 at no cost (reported as a small acquisition under rule 16a-6), received a restricted stock award of 8,565 shares on February 20, 2007 (with a vesting date of March 2, 2009 contingent on his employment with the Company on that date), and exercised 90,001 options on March 6, 2007.

¹⁹ Gross proceeds for each year were calculated by totaling the products of each amount sold multiplied by the applicable sales price at the time of sale.

²⁰ On February 28, 2005, Mr. Joffe sold 750,000 shares of the Company at \$28.59, for gross proceeds of \$21,442,500. On May 2, 2005, Mr. Joffe sold 700,000 shares of the Company at \$38.23, for gross proceeds of \$26,761,000. These were the only shares of the Company he sold in 2005, for total gross proceeds of \$48,203,500.

²¹ See Consolidated Complaint ¶ 155.

²² On November 29, 2006, Mr. Joffe sold an aggregate of 340,000 shares at prices per share ranging from \$34.2391 to \$35.437, for gross proceeds of \$11,755,659.50.

²³ See Consolidated Complaint ¶ 155. This number includes the 340,000 shares sold in 2006 cited in the previous row.

²⁴ On March 6, 2007, Mr. Joffe sold 30,000 shares at prices per share ranging from \$42.00 to \$42.28, for gross proceeds of \$1,262,690. On March 7, 2008, Mr. Joffe sold 3,400 shares at \$42.62 per share, and 1,429 shares at \$42.61 per share, for gross proceeds of \$205,797.69. The shares sold on November 29, 2006, March 6, 2007 and March 7, 2007 were the only shares allegedly sold by Mr. Joffe during the Class Period, for total proceeds during the Class Period of \$13,224,147.19.

COMMISSION

Washington, D.C. 20549

OMB Number: 3235-0104 Expires: January 31, 2008 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * Straus Steven C	Statement (MM/DD/		iiring	3. Issuer Name and Ticker or Trading Symbol LCA VISION INC [LCAV]								
(Last) (First) (Middle)	4. Relation	nship of Rep	porting	g Person(s) to I	ssuer (Check al	l app	licable)				
7840 MONTGOMERY ROAD	X Director 10% Owner X Officer (give title below) Other (specify below) CEO /											
(Street) CINCINNATI, OH 45236 (City) (State) (Zip)	5. If Amer Original F (MM/DD/YY		te	6. Individual or Joint/Group Filing (Check Applicable Line) _ X _ Form filed by One Reporting Person Form filed by More than One Reporting Person								
	Table I - N	Non-Derivat	tive S	ecurities Bene	ficially	Owned						
1.Title of Security (Instr. 4)		I	cially	f Securities Owned	rship		ership	ect Beneficial				
Table II - Derivative Secu	rities Benefi	icially Own	ed (<i>e</i> .	.g. , puts, calls	, warra	ints, opt	ions,	convertible	e securities)			
_	2. Date Exer and Expirati (MM/DD/YYY	on Date	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)			4. Conver or Exer Price of Derivat Security	rercise of Derivative Security:		6. Nature of Indirect Beneficial Ownership (Instr. 5)			
	Date Exercisable	te Expiration Date		Amount or Nu of Shares	ımber			or Indirect (I) (Instr. 5)				

Explanation of Responses:

Remarks:

No securities are beneficially owned. Exhibit 99 -- Power of Attorney No securities are beneficially owned.

Reporting Owners

Paparting Owner Name / Address	Relationships									
Reporting Owner Name / Address	Director	10% Owner	Officer	Other						
Straus Steven C 7840 MONTGOMERY ROAD CINCINNATI, OH 45236	X		CEO							

Case: 1:07-cv-00750-SJD Doc #: 32-48 Filed: 07/11/08 Page: 5 of 59 PAGEID #: 1422

Signatures

/s/ Charles G. Skidmore, Attorney-in-fact for Steven C. Straus

11/3/2006

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
\Box	subject to Section 16. Form 4 or
	Form 5 obligations may continue.
	See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number:	3235-0287
Expires:	January 31, 2008
Estimated average	e burden
hours per response	0.5

OMB APPROVAL

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	nd Address of Steven C	Reporting Person*						er or Trad		ymbol			neck a	nship o Il applic Director	able)	g Person(s)	to Issuer		
(Last)	(Firs	,	iddle)	3. Date 11/02/		arliest	Trans	action (Mo	onth/[Day/Year)	1		v (Officer (give	Oth belo	er (specify		
(Street) CINCINN (City)	NATI OH		236 p)	4. If Amendment, Date of Original Filed (Month/Day/Year)										Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
			Table I - Non-D	erivativ	e Secı	urities	s Acqu	ıired, Disp	ose	d of, or B	eneficia	ılly Owr	ned						
1. Title of S	Security (Inst		2. Transaction Date (Month/Day/Year)		ar) E	2A. Deemed Execution Date, if any (Month/Day/Year)		, Transaction Code		4. Securities Acc (A) or Disposed (Instr. 3, 4 and 5		Of (D) Secu Bene Own		icially d	6. Ownership Form: Direct (D)	Beneficial Ownership			
									Cod	le V	Amoun	(A) or (D)	Price			or Indirection (I) (Instr. 4			
Common	Stock			11/02	i			A		4,682	A	\$0	4	,682	D				
			Table II - D (e					ired, Disp options,					ed	<u>'</u>					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number Code of (I			Derivative Security (Instr. 3				int of rities rlying ative rity	of Der Sec	Price ivative urity itr. 5)	9. Number of derivative Securitie Beneficial Owned Followin Reported Transacti (s) (Instr.	Owner Form: Direct or Indi (I) (Ins g 4)	(D) Beneficia (D) Ownersh rect (Instr. 4)			
				and 5)				Date Exercisa	Expiration 6			Amoun or Number of Shares	r						

Explanation of Responses:

1. Award of restricted stock pursuant to the Company's 2006 Long-Term Stock Incentive Plan. Award vests on the third anniversary of the date of grant provided that Mr. Straus is employed by the Company on the vesting date.

/s/ Charles G. Skidmore, Attorney-in-fact for Steven C. 11/03/2006 Straus

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

Check this box if no longer

See Instruction 1(b).

subject to Section 16. Form 4 or

Form 5 obligations may continue.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2008

Estimated average burden hours per response 0.5

	nd Address of Steven C	Reporting Person	•					er or Tradi C [<mark>LCAV</mark>		mbol			heck all	applic	able)	g Person(s)	
(Last)	(First)	,	liddle)	3. Date of Earliest Transaction (Month/Day/Year) 08/03/2007										rector fficer (le belo	give ow)		
(Street)			3236	4. If A									Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Report				
(City)	(Sta	ate) (Z		<u> </u>										erson			
1. Title of S	Security (Inst	r. 3)	I able I - Non-E	2. Transaction Date (Month/Day/Year)		2 ar) if	2A. Deemed Execution Date, if any (Month/Day/Year)		d 3. 4 Date, Transaction Code		4. Securities		quired	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code V		Amoun	(A) or (D)	Price	Rep Tran	orted isaction Instr. 3	(I) (Instr. 4)	
Common	Stock			08/03	3/2007				P		2,500	A	\$31.99	2	2,500	I	By Steven Straus IRA
Common	Stock									[-	4	1,682	D	
			Table II - D					ired, Disp					ned				
1. Title of Derivative Security (Instr. 3) 2. Conversic or Exercis Price of Derivative Security		3. Transaction Date (Month/Day/Year) (ercise of vative (Month/Day/Year)		Code of De Se Ad (A Di of (Irstr. 8)		5. Num of Deri Seci Acq (A) o Disp of (I	6. Date Expirati (Month// curities quired or posed (D) str. 3, 4		xercis n Date	able and	7. Tit Amou Secu Unde Deriv Secu	le and int of rities rlying ative	8. Pri of Deriv Secu (Instr	ative	9. Number of derivative Securities Beneficia Owned Following Reported Transacti (s) (Instr.	Owners Form: Direct (in the content of the content	Beneficia O) Ownersh ect (Instr. 4)
				Code	v	(A) (D)		Date Exercisal			ı Title	or Numb of	Number				

Explanation of Responses:

/s/ Charles G. Skidmore, Attorney-in-fact for Steven C. 08/03/2007 Straus

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
1	subject to Section 16. Form 4 or
	Form 5 obligations may continue.
	See Instruction 1(h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2008

Estimated average burden hours per response 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	nd Address of Steven C	Reporting Person	•					er or Trad		mbol			Check all			g Person(s) to	o Issuer Owner
(Last) 7840 MO	(Fir:	,	liddle)	1	Date of Earliest Transaction (Month/Day/Year) /12/2007								X Officer (give Other (special below) CEO				
(Street) CINCINN (City)	NATI OH		2236 (ip)	I								Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
			Table I - Non-D	erivativ	e Seci	uritie	s Acai	uired. Disi	osed	of, or B	eneficia	IIv Ow	ned				
1. Title of S	Security (Inst	r. 3)		2. Trans Date (Month/E	action	ar) i	2A. Dee Executi if any		3.	saction	4. Secur (A) or D (Instr. 3	ities A	quired I Of (D)	Secu Bene Own	mount of urities eficially ed owing	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code V		Amoun	(A) or (D)	Price	Repo Tran	orted saction Instr. 3	(I) (Instr. 4)	
Common	Stock			12/12/2007		,			P		5,000	A	\$18.55	7	7,500	I	By Steven Straus IRA
Common	Stock													4	,682	D	
			Table II - Do										ned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code of De Se Ac (A) Dis of (In tr. 8)		tion Number of		(Month/Da ivative urities juired or posed D) etr. 3, 4		sable and	7. Tit Amou Secu Unde Deriv Secu	e and int of rities rlying ative	8. Pri of Deriv Secu (Instr	ative rity	9. Number of derivative Securities Beneficia Owned Following Reported Transacti (s) (Instr.	Ownersh Form: Direct (I) Or Indirect (I) (Instr.	Beneficia Ownershi
				Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amou or Numb of Share	er				

Explanation of Responses:

/s/ Charles G. Skidmore, Attorney-in-fact for Steven C. 12/14/2007 Straus

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

^{*} If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject
to Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1/h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 February 28, Expires: Estimated average burden hours per 0.5 response

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	nd Address of Steven C	Reporting Person	•					er or Tradi		ymbol			heck a	nship of Il applica		Person(s) to	
(Last) 7840 MO	(Fir	,	Middle)		ate of 105/200		t Trans	saction (Mo	nth/D	ay/Year)		X	Officer (g pelow)	ive title	below	(specify
(Street) CINCINN (City)			.5236 Zip)					of Original				Ap	yplicab X I	le Line) Form file	d by One F	Filing (Check Reporting Pe than One Re	rson
1. Title of S	Security (Inst	r. 3)	Table 1 - Nois	2. Trai Date (Month	nsactio	on 2 (ear) i	2A. Dee Execut		3.	saction e	4. Securitie (A) or Disp (Instr. 3, 4	s Acq	uired of (D)	5. Amo Securit Benefic Owned Follow	ies cially	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Table II -	Derivat	ive Se	- Curitio	s Aca	uired, Disp	Code		Amount	(A) or (D)	Price	Report Transa		(I) (Instr. 4)	(111511.4)
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)			uts, ca		mber ative ities red ssed	6. Date Ex Expiration (Month/Da	conv ercisa Date	ertible s able and	ecurities)	nd of s ng	8. of De Se	Price erivative ecurity nstr. 5)	9. Numbe of derivative Securities Beneficial Owned Following Reported Transaction (s) (Instr.	Ownersi Form: Direct (I or Indire (I) (Instr 4)	Beneficial Ownership oct (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable		xpiration Date	Title	Amor or Numl of Shar	per				
Stock Options (Rights to Buy)	\$14.28	03/05/2008		A		36,762	2	03/02/2009	9 03	3/05/2018	Common Stock	36,7	62	\$0	36,762	D	

Explanation of Responses:

1. Award of nonqualified stock options pursuant to the Company's 2006 Long-Term Stock Incentive Plan. Award vests in five equal portions on March 2, 2009, 2010, 2011, 2012, and 2013.

/s/ Charles G. Skidmore,

Attorney-in-fact for Steven C.

Straus

** Signature of Reporting Person Date

03/07/2008

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPR	OVAL
OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average I	burden
hours per	0.5

response

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	nd Address of	Reporting Person*						er or Tradi	0,	mbol			eck al	nship of I applica irector	Reporting (ble)		n(s) to Iss	
(Last)	(Fir	st) (I	Middle)		ate of E 7/2003		Trans	saction (Mo	nth/Da	y/Year))			officer (g elow) Execut	ive title		Other (sp below) e, CFO	ecify
(Street)				4. If /	Ameno	dment,	Date	of Original	Filed	(Month/	'Day/Year)	Apı	olicabl	e Line)	int/Group		`	
(City)	(St	ate) (2	Zip)										F		d by One d by More	•	Ū	
			Table I - Non-l	Derivati	ive Se	curitie	s Acc	uired, Disp	osed	of, or E	Beneficially	y Owne	d					
1. Title of	Security (Inst	r. 3)		2. Trar Date (Month		ear) if	any	emed ion Date, //Day/Year)	3. Trans Code (Instr.	action 8)	4. Securitie (A) or Disp (Instr. 3, 4	osed O		5. Amo Securi Benefi Owned	ties cially	6. Owner Form: Direct	rship of B (D) O	Nature Indirect eneficial wnership
									Code	v	Amount	(A) or (D)	Price			or Ind (I) (Ins		nstr. 4)
								uired, Disp				y Owne	d					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Excercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.	ction	5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	mber ative ities red sed 3, 4	6. Date Exe Expiration (Month/Day	ercisat Date	le and	7. Title ar Amount of Securities Underlyin Derivative Security (and 4)	of s ng e	of De Se (In	Price rivative curity str. 5)	9. Number of derivative Securitie Beneficia Owned Followin Reported Transacti (s) (Instr.	e Formally or (I) ag 4) di	wnership orm: irect (D) · Indirect · (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable		oiration Date	Title	Amount or Number of Share	er					
Option (right to buy) (1)	8.88	06/27/2003		A		15000		12/27/2003	3 06/2	26/2013	Common Stock	1500)	\$0	15000		D	

Explanation of Responses:

- 1 . Per the SEC's instructions, this footnote reflects the amount of securities beneficially owned as of the transaction date that would normally be reflected in Table I. The reporting person owns 50,000 shares of common stock directly, 2,950 shares indirectly by his children and 3,000 shares indirectly by his wife.
- 2 . 25% of options become exercisable after six months; 25% after one year; 25% after two years and 25% after three years.

/s/ Charles F. Hertlein, Jr. Attorney-in-fact for Alan H.

07/03/2003

Buckey

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB A	PPROVAL
OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated avera	age burden
hours per	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	nd Address of	Reporting Person*						er or Tradi	0 ,	nbol			eck a	all applica Director		10	′ % Owr	er
(Last) 8533 TW	(Fir	,	Middle)		ate of I		Trans	saction (Mo	onth/Da	ıy/Year))			Officer (g below) Ex	ecutive V	be	her (sp low)	ecify
(Street) CINCINN (City)			5249 Zip)	4. If	Amen	dment,	Date	of Original	Filed ((Month/	Day/Year)	Apı	olicat	le Line) Form file	oint/Group d by One f d by More	Reporting) Perso	
1. Title of \$	Security (Inst	r. 3)	Table I - Non-	2. Trai Date (Month	nsactio	on 2 (ear) if	A. Dec		3.	action	4. Securitie (A) or Disp (Instr. 3, 4	s Acqu	ired	5. Amo Securit Benefic Owned Follow	ties cially	6. Ownersh Form: Direct (D	ip of Be) Ov	Nature Indirect eneficial wnership estr. 4)
									Code	v	Amount	(A) or (D)	Price	Report Transa		(I) (Instr.		,
								uired, Disp , options,			Beneficially securities)	Owne	d					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Excercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties ed sed	6. Date Ex Expiration (Month/Da	Date		7. Title ar Amount of Securities Underlyin Derivative Security (and 4)	of s ng e	o D S	. Price f erivative ecurity nstr. 5)	9. Number of derivative Securities Beneficia Owned Following Reported Transacti (s) (Instr.	Owr Forr s Dire or li (I) (I	ct (D) idirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisab		piration Date	Title	Amou or Numb of Share	er					
Option (right to buy) (1)	\$18.29	12/09/2003		A		15,000		12/09/200	4 12/	09/2013	Common Stock	15,00	0	\$0	90,000		D	

Explanation of Responses:

- 1. Per the SEC's instructions, this footnote reflects the amount of securities beneficially owned as of the transaction date that would normally be reflected in Table I. The reporting person owns 50,000 shares of common stock directly, 2,950 shares indirectly by his children and 3,000 shares indirectly by his wife.
- 2. 33% of options become exercisable one year from date of grant; 33% of options become exercisable after two years from date of grant; and 33% of options become exercisable after three years from date of grant.

/s/ Charles F. Hertlein, Jr.
Attorney-in-fact for Alan H.

12/11/2003

Buckey

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
	subject to Section 16. Form 4 or
╝	Form 5 obligations may continue.
	See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	nd Address of	Reporting Person	•					er or Tradii C [LCAV		mbol			neck al	II applic	cable)		o Owner
(Last) 8533 TW	(Fir:	,	fiddle)	3. Date 12/23/		ırliest	Trans	action (Mo	nth/D	ay/Year)				Officer (itle belo Chi	ow)	Oth belo	,
(Street) CINCINN (City)	NATI OH		5249 ip)	4. If Ar	mendn	nent,	Date o	of Original	Filed	(Month/D	ay/Yea	· I	plicabl <mark>X</mark> F F	e Line) Form fil	ed by One	P Filing (Ch Reporting e than One	
1. Title of S	Security (Inst	r. 3)	Table I - Non-D	erivativo 2. Trans Date (Month/D	action	2/ E:	A. Deer xecution	med on Date,	3.	saction (. Secu A) or D	rities Accisisposed	quired Of (D)	Secur Benef Owne	icially d	6. Ownership Form: Direct (D)	Beneficial Ownership
Common	Stock			12/23	/2003				Code	e V	Amoun 2,000	(D)	Price	(Instr		or Indirec (I) (Instr. 4	
			`	erivative	Secu	rities , war		options, c	osed	ertible se	neficia curitie	ally Own s)	ed				
1. Title of Derivative Security (Instr. 3)	ecurity or (Month/Day/Year) if any				4. Transaction Code (Instr. 8) (Instr. 8) Securitie Acquired (A) or Disposed of (D) (Instr. 3, and 5)		vative irities ired ir osed 0) r. 3, 4	Expiration	Exercisable and ion Date Day/Year)		7. Title a Amount Securitie Underlyi Derivativ Security (Instr. 3		of Deri Sec	Price of of of of derivative security nstr. 5) Benefic Owned Followin Reports Transac (s) (Inst		Owner Form: Direct or Ind (I) (Ins g	(D) Benefic (D) Owners rect (Instr. 4
				Code	v	(A)	(D)	Date Exercisab		Expiration Date	Title	Amoun or Numbe of Shares	r				

Explanation of Responses:

/s/Charles F. Hertlein, Jr. Attorney-in-fact for Alan H.

Buckey

** Signature of Reporting Person Date

12/23/2003

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

 $^{^{\}star}$ If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB A	PPROVAL
OMB Number:	3235-0287
Expires:	January 31, 2008
Estimated avera	age burden
hours per	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

BUCKI (Last)	nd Address of EY ALAN (Fin	rst) (Middle)	3. Da 09/1	A V	Earliest	Trans	· .	nth/Day/Year)		(Chec	Director Officer (g below) Exec	able) give title . VP/Finar	Person(s) to Is 10% Ov Other (s below) nce & CFO	vner
(Street) CINCINN (City)			5236 Zip)	4. IT	Amen	ament,	Date	or Original	Filed (Month/	Day/Year)		cable Line) Form file	d by One F	Filing (Check Reporting Pers than One Rep	
1. Title of \$	Security (Inst	r. 3)	Table I - Non-	2. Trai	nsaction	on 2 Fear) if	A. Dec		3. Transaction Code (Instr. 8)	4. Securitie (A) or Disp (Instr. 3, 4	es Acquire osed Of (I	Securi Benefi Owned	ties cially I	Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership
									Code V	Amount	(A) or Pr (D)			or Indirect (I) (Instr. 4)	(Instr. 4)
									osed of, or E convertible s		Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Excercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		5. Nun of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties ed sed	6. Date Ex Expiration (Month/Dat		7. Title ar Amount of Securities Underlyin Derivative Security (and 4)	of s ng e	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficia Owned Following Reported Transactif (s) (Instr.	Ownershi Form: Direct (D) Or Indirec (I) (Instr.	Beneficial Ownershi
				Code	v	(A)	(D)	Date Exercisabl	Expiration e Date	Title	Amount or Number of Shares				
Stock Options (Rights to Buy)	\$24.9	09/10/2004		A		35,000		(1)	09/09/2014	Common Stock	35,000	\$0	35,000	D	
Stock Options (Rights to Buy)	\$24.85	09/10/2004		A		25,000		(1)	09/09/2014	Common Stock	25,000	\$0	25,000	D	

Explanation of Responses:

1. Options become exercisable as to 20% on the first anniversary of the date of grant and as to an additional 20% on each of the second, third, fourth and fifth anniversaries of the date of grant.

/s/ Patricia O. Lowry, Attorney-in-fact for Alan H.

09/14/2004

Buckey

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer
subject to Section 16. Form 4 or
Form 5 obligations may continue.
See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2008

Estimated average burden hours per response 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public
Utility Holding Company Act of 1935 or Section 30(b) of the Investment Company Act of 1940

	(1)	ι	Itility Holding Com	pany A	ct of 1	935	or Secti	on 30(h) d	of the Ir	vestme	ent Comp	any Ac	t of 1940	resp	onse		
	nd Address o	f Reporting Person	,					er or Trad		nbol			neck all a	hip of Repor applicable) ector	ting Po	erson(s) to I	
(Last) 7840 MO	(Fir	,	liddle)	3. Date 11/02/		arlies	st Trans	action (Mo	onth/Da	y/Year))		X Off	icer (give e below) Exec. VP/ F	inanc	Other (s	
(Street)	NATI OF	H 45	236	4. If A	mendr	ment	, Date o	f Original	Filed (Month/	Day/Year)		plicable X Fo	rm filed by O	ne Re	porting Per	son
(City)	(Sta	ate) (Z	ip)											rm filed by M rson	lore th	nan One Re	porting
			Table I - Non-De	erivativ	e Secı	uritie	es Acqu	ired, Disp	osed o	f, or B	eneficial	ly Owr	ed				
1. Title of \$	Security (Ins	tr. 3)	-	2. Trans Date (Month/I		ar)	2A. Deer Execution if any (Month/I		3. Transa Code (Instr.		4. Securit (A) or Dis (Instr. 3,	posed	Of (D)	5. Amount of Securities Beneficially Owned Following	Ov Fo Dii	vnership o rm: E rect (D) C	. Nature f Indirect eneficial wnership nstr. 4)
									Code	v	Amount	(A) or (D)	Price	Reported Transaction (s) (Instr. 3 and 4)		(Instr. 4)	·
Common	Stock			11/02	2/2004				S		1,300	D	\$30.42	46,700		D	
Common	Stock			11/02	2/2004				S		4,000	D	\$30.43	42,700		D	
Common	Stock			11/02	2/2004				S		2,000	D	\$30.44	40,700		D	
Common	Stock			11/02	2/2004				S		400	D	\$30.45	40,300		D	
Common	Stock			11/02	2/2004				S		2,300	D	\$30.46	38,000		D	
Common	Stock			11/02	2/2004				S		2,000	D	\$30.48	36,000		D	
Common	Stock			11/02	2/2004				S		7,100	D	\$30.5	28,900		D	
Common	Stock			11/02	2/2004				S		700	D	\$30.51	28,200		D	
Common	Stock			11/02	2/2004				S		200	D	\$30.52	28,000		D	
Common	Stock													2,950			By hildren
Common	Stock													3,000		1	By pouse
			Table II - De (e.					ired, Disp options,					ed				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Excercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		of Der Sec Acc (A) Dis	sposed (D) str. 3, 4	6. Date E Expiratio (Month/D	n Date		7. Title Amoun Securit Underl Derivar Securit (Instr. 4)	it of ties ying tive	8. Prio of Deriva Secur (Instr.	of ative derivat ity Securi	tive ties cially l ring ted	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficia Ownersh
				Code	v	(A)	(D)	Date Exercisa		piratioi Date	n	Amoun or Numbe of Shares	r				

Explanation of Responses:

/s/ Patricia O. Lowry. Attorney-in-fact for Alan H.

11/04/2004

Case: 1:07-cv-00750-SJD Doc #: 32-48 Filed: 07/11/08 Page: 15 of 59 PAGEID #: 1432 Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

 $^{^{\}star}$ If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer
subject to Section 16. Form 4 or
Form 5 obligations may continue.
See Instruction 1(h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2008

Estimated average burden hours per response 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	. Name and Address of Reporting Person* BUCKEY ALAN H							er or Tradi		ymbol			eck a	II applic			0% Ow	ner
(Last) 7840 MO	(Firs	,	iddle)	3. Date 12/09/		arlies	t Transa	action (Mo	onth/C	Day/Year)			X Officer (give title below) Other (specify below) Exec. VP / Finance & CFO					pecify
(Street)	NATI OH		236	4. If A	mendn	nent,	, Date o	of Original	Filed	l (Month/[Day/Yea	App	olicab X F	le Line) Form fil Form fil	Joint/Grou) ed by One ed by Mor	Report	ng Pers	
(City)	(Sta	ate) (Zi												Person				
1. Title of S	Table I - Non-D	Date (Month/Day/Year) if			2A. Deemed Execution Date, if any		3. 4 Transaction (A		4. Secui (A) or D	rities Acq isposed (, 4 and 5)	uired Of (D)	Secur Benef Owne	icially d	6. Owners Form: Direct	ship of B (D) O	Nature f Indirect eneficial wnership		
										e V	Amoun	t (A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)		or Indi (I) (Inst		nstr. 4)
Common Stock					/2004				G	v	1,500	D	\$ <mark>0</mark>	40,5),500 (1)			
Common	Stock													4,4	.25 (1)	I		y hildren
Common	Stock													4,5	00 (1)	I	B	y pouse
			Table II - D (e					ired, Disp options,					ed					
1. Title of Derivative Security 2. Conversion or Exercise (Month/Day/Year) 3. Transaction Date Execution Date if any (Month/Day/Year) (Month/Day/Year)		Code of De Se Ac (A) Di of (Instr. 8)		Nun of Deri Sec Acq (A) (Disp	posed (D) str. 3, 4	6. Date Expiration (Month/Date in the control of th		. Date Exercisable and xpiration Date Month/Day/Year)		le and unt of rities rrlying ative rity : 3 and	8. Price of Derivative Security (Instr. 5)		9. Numbo of derivative Securitie Beneficia Owned Followin Reported Transacti (s) (Instr.	Ow For Sally Or (I) (g 4)	nership m: ect (D) ndirect Instr.	11. Natur of Indirec Beneficia Ownershi (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amount or Number of Shares						

Explanation of Responses:

1. All share numbers reflect a 3-for-2 stock split on December 15, 2004.

/s/ Patricia O. Lowry, attorney-in-fact for Alan H. Buckey

12/17/2004

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
1	subject to Section 16. Form 4 or
	Form 5 obligations may continue.
	See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 January 31, Expires: 2008 Estimated average burden hours per 0.5 response

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	1. Name and Address of Reporting Person* BUCKEY ALAN H							er or Trad			neck all a Dir	applic ector	able)	10% Owner				
(Last) 7840 MO	(Fir	,	liddle)	3. Date of Earliest Transaction (Month/Day/Year) 01/04/2005									X Officer (give Other (specify below) Exec. VP/Finance & CFO					
(Street) CINCINI (City)	NATI OF		ip)	4. If Ar	If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
			Table I - Non-D	erivative	e Secu	ıritie	s Acqu	ıired, Disp	osed	of, or B	eneficial	ly Own	ed					
1. Title of		Date Exec (Month/Day/Year) if an			f any	tion Date, Transaction (A) o		4. Securi (A) or Dis (Instr. 3,	sposed	Of (D) Se 5) Be Ow		mount of urities eficially ned owing	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
									Code	v	Amount	(A) or (D)	Price	Rep Tran	orted nsaction Instr. 3	(I) (Instr. 4)		
Common Stock					/2005				P (1)		3.1257	A	\$22.65	4,4	47.9617	I	By children	
Common	Stock												4	4,500	I	By spouse		
Common	Stock												4	0,500	D			
			Table II - De					ired, Disp options,					ed					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Excercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.	ection	5. Num of Deri Seci Acq (A) o Disp	nber ivative urities juired or posed D)	6. Date E Expiratio (Month/D	xercisa on Date	able and		e and nt of ties lying tive ty	8. Prid of Deriva Secur (Instr.	ative ity	9. Number of derivative Securities Beneficia Owned Followin Reported Transacti (s) (Instr.	Owners Form: Direct or Indi (I) (Inst	Beneficia D) Ownersh ect (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisa		cpiration Date	,	Amoun or Numbe of Shares	r					

Explanation of Responses:

1. Shares were acquired, without the knowledge of the reporting person, as a result of reinvestment of LCA-Vision dividends by the brokerage firm holding Educational IRAs for the reporting person's minor children.

> /s/ Patricia O. Lowry, Attorney-in-fact for Alan H.

Buckey

** Signature of Reporting Person

02/11/2005

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

^{*} If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer
subject to Section 16. Form 4 or
Form 5 obligations may continue
See Instruction 1(b).

Check this box if no longer
subject to Section 16. Form 4 or
Form 5 obligations may continue.
See Instruction 1(b).

X	Form 3 Holdings Reported.

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public

OMB APP	ROVAL
OMB Number:	3235-0362
Expires:	January 31, 2008
Estimated average	burden
hours per response	1.0

1. Name and Addi BUCKEY A	ress of Reporting LAN H	Person*		2. Issuer Name and T LCA VISION I		0 ,		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) 7840 MONTGO	(First)	(Midd	le)	3. Statement for Issue Month/Day/Year) 12/31/2004	er's Fiscal Yea	X	Officer (give title below) Use CFO Control of the CFO Use CFO					
(Street) CINCINNATI (City)	OH (State)	45236 (Zip)		1. If Amendment, Da	te of Original	Filed (Month/D	ay/Yea	Applical	dual or Joint/Grouble Line) Form filed by On- Form filed by Mo Person	e Reporting F	Person	
		1	able I - Non-Der	ivative Securities A	cquired, Disp	oosed of, or Be	neficia	lly Owned				
Date			2. Transaction Date (Month/Day/Year	2A. Deemed Execution Date, r) if any	3. Transaction Code	4. Securities A Disposed Of (I			5. Amount of Securities Beneficially	6. Ownership Form:	7. Nature of Indirect Beneficial	
			(month/bay/real	(Month/Day/Year)	(Instr. 8)	Amount	(A) or (D)	Price	Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr.	Ownership (Instr. 4)	
Common Stock	(1)		09/10/2004		P(2)	9.3835	A	\$25.15	2,959.3835	I	By children	
Common Stock			12/27/2004		P(2)	10.4525 (3)	A	\$22.65	4,444.836 (3)	I	By children	
Common Stock					3				4,500 (3)	I	By spouse	
Common Stock					3				40.500 (3)	D		

1. Title of Derivative Security (Instr. 3)	2. Conversion or Excercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	of Deriv Secur Acqu (A) or Dispo	ative rities ired osed)	6. Date Exerc Expiration Day/Y	ate	Amou Secu Unde Deriv Secu	rlying ative	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- 1. Share and price amounts are prior to a 3-for-2 stock split of LCA-Vision Common Stock on December 15, 2004. The number of post-split shares acquired was 14.075, at a price of approximately \$16.76 per share.
- 2. Shares were acquired, without the knowledge of the reporting person, as a result of reinvestment of LCA-Vision dividends by the brokerage firm holding Educational IRA accounts for the reporting person's minor children.
- 3. Share and price amounts are after the stock split referenced in Note 1.

/s/ Patricia O. Lowry, Attorney-in-fact for Alan H.

02/11/2005

Buckey

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

1:07rcv-00750-SJD Doc #: 32-48 Filed: 07/11/08 Page: 19 of 59 PAGEID #: 1436 VAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

[] Form 3 Holdings

[] Form 4 Transactions

Reported

Reported

UNITED STATES SECURITIES AND EXCHANGE **COMMISSION** Washington, D.C. 20549

OMB Number: 3235-0362 Expires: January 31, 2005 Estimated average burden hours per response... 1.0

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

dress of R	eporti	ing Perso	n *	2. Issu	ier Name	e and Tick	er or Tr	adiı	ng Syr	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
LAN H				LCA	VISIO	ON INC	[LCA	V]							
(First)		(Middle)					Fiscal Y	ear	Ende	d	Directe	or	_	10% O	wner
				(MM/	DD/YY						X Officer (give title below) Other (specify				
GOMEI	RY R	ROAD				12/31/2	2004								
						ent, Date C	Original	File	ed	6. Individual or Joint/Group Filing (Check Applicable Line)					
Γ I, OH 4	5236	6													
(State))	(Zip)				2/11/2	005							n	
	Tal	blo I Ni	D	4:	. Ci	4:aa A aa:	and Di		a a J a G	2 a D		O a d	•		
	Tai	oie i - No						_	sea oi	-				6	7. Nature
						Code	Acquired	(A)		Owne	ed Following	Reported Tr	ansaction(s)	Ownership	of Indirect
						(Instr. 8)				(Instr	. 3 and 4)				Beneficial Ownership
					any			(A)	Ĺ					or Indirect	•
							Amount	or (D)	Price					(Instr. 4)	(Instr. 4)
			9/1	0/2004		P (2)	9.3835	A	\$25.15		2959.3835				By children
			12/2	27/2004		P (2)	10.4525 (3)	A	\$22.65		4444.8360 ⁽³⁾			I	By children
					-						4500 (3) (4)				By spouse
											405	00 (3) (4)		D	
															
Derivative	e Secu	irities A	cquire	d, Dis	posed of)wi	ned (<i>e</i>	<i>e.g.</i> , p	outs, calls,	warrant	s, options	, convert	ible
2.	3	3A	4 Trans	5 Niii	mber of	1		7	Title and	d Amou	nt of	8 Price of	9 Number	10	11. Nature
Conversion	Trans.	Deemed	Code	Deriva	ative	and Expirati	on Date	Se	curities	Underly	ing	Derivative	of	Ownership	of Indirect
or Exercise Price of	Date	Date, if	(Instr. 8			(MM/DD/Y	YYY)				У	(Instr. 5)	Securities		Beneficial Ownership
Derivative any														Security:	(Instr. 4)
Becuity				(msu.	3, 4 and 3)								End of	or Indirect	(Instr. 4)
					Date	Expiration	1 Tit	. Amo	ount or N	Number of	Issuer's Fiscal Year (Instr. 4)		(I) (Instr. 4)		
	(State) Derivative 2. Conversion or Exercise Price of	Conversion or Exercise Price of Derivative Secular Date	Conversion or Exercise Price of Derivative Property and P	Conversion or Exercise Price of Derivative Securities Acquires LAN H (First) (Middle) (Middle) (Middle) (Middle) (Zip) Table I - Non-Der 2. Table I - Non-Der 3. Table I - Non-Der 4. Trans. Code Code (Instr. 8)	LAN H (First) (Middle) 3. Sta (MM/ GOMERY ROAD (Street) 4. If A (MM/D) (State) (Zip) Table I - Non-Derivativ 2. Trans. Date Poerivative Securities Acquired, Disponsor Exercise of Derivative Date Execution Date, if any	LAN H (First) (Middle) 3. Statement for (MM/DD/YYY) GOMERY ROAD (Street) 4. If Amendmon (MM/DD/YYYY) TI, OH 45236 (State) (Zip) 2. Trans. Date 2. Trans. Date Beemed Execution Date, if any 9/10/2004 12/27/2004 Derivative Securities Acquired, Disposed of Derivative Securities Acquired (Instr. 8) Deemed Execution Date, if any Derivative Securities Acquired (A) or Disposed of (D)	LAN H (First) (Middle) (Street) (A. If Amendment, Date Common (MM/DD/YYYY) (MM/DD/YYYY) (MM/DD/YYYY) (MM/DD/YYYY) (Instr. 8) 2/11/2 Table I - Non-Derivative Securities Acquired Execution Date, if any (Instr. 8) (Instr. 8) Perivative Securities Acquired, Disposed of, or Benef securion or Exercise Date Execution Date, if any (Instr. 8) (Instr. 8)	LAN H (First) (Middle) 3. Statement for Issuer's Fiscal Y (MM/DD/YYYY) 12/31/2004 4. If Amendment, Date Original (MM/DD/YYYY) TI, OH 45236 (State) (Zip) 2. Trans. Date 3. Trans. Code Execution Date, if any 2. Trans. Date 2. Trans. Date 2. Trans. Date 3. Trans. Code Execution Date, if any 3. Trans. Code Execution Date, if any 4. Securities 3. Trans. Code Execution Date, if any 4. Securities 6. Date Exercisable and Expiration Date (MM/DD/YYYY) 6. Date Exercisable and Expiration Date (MM/DD/YYYY) 6. Date Exercisable and Expiration Date (MM/DD/YYYY) 8. Code Derivative Securities 9. Trans. Code Execution Date, if any 10.4525 Derivative Securities 10. Derivative Securities 10. Disposed of, or Beneficially Oxecurities 10. Derivative Securities 10. Derivative Securities 10. Derivative Securities 10. Disposed of (D)	LCA VISION INC [LCAV] (First) (Middle) 3. Statement for Issuer's Fiscal Year (MM/DD/YYYY) GOMERY ROAD 12/31/2004 4. If Amendment, Date Original File (MM/DD/YYYY) TI, OH 45236 (State) (Zip) 2/11/2005 Table I - Non-Derivative Securities Acquired, Dispo 2. Trans. Date Deemed Execution Date, if any Derivative Derivative Date Deemed Date, if any Deemed Date Deemed Date, if any Deemed Date, if any Deemed Deemed	LCA VISION INC [LCAV] 3. Statement for Issuer's Fiscal Year Ende (MM/DD/YYYY) 12/31/2004 (Street)	LAN H (First) (Middle) (Street) (Street) (State) (Instr. 8) (Instr. 3 and 4) (Instr. 3 and 4)	Check all	Check all applicab Check all applicab	(Check all applicable) Check all applicable	Check all applicable Check all applicable

Explanation of Responses:

- Share and price amounts are prior to a 3-for-2 stock split of LCA-Vision Common Stock on December 15, 2004. The number of post-(1)split shares acquired was 14.075, at a price of approximately \$16.76 per share.
- Shares were acquired, without the knowledge of the reporting person, as a result of reinvestment of LCA-Vision dividends by the brokerage firm holding Educational IRA accounts for the reporting person's minor children.
- Share and price amounts are after the stock split referenced in Note 1.
- This amendment is being filed to correct a filing agent software error that caused erroneous coding of certain information in the original (4)filing.

Case: 1:07-cv-00750-SJD Doc #: 32-48 Filed: 07/11/08 Page: 20 of 59 PAGEID #: 1437

Reporting Owners

Reporting Owners												
Banantina Oversan Nama /		Relationships										
Reporting Owner Name / Address	Director	10% Owner	Officer	Other								
BUCKEY ALAN H 7840 MONTGOMERY ROAD			Exec. VP/Finance & CFO									
CINCINNATI, OH 45236												

Signatures	
/s/ Patricia O.	
Lowry, Attorney	y-

in-fact for Alan H. Buckey

2/11/2005

Date

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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End of Filing



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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
1	subject to Section 16. Form 4 or
	Form 5 obligations may continue.
	See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPR	OVAL
OMB Number:	3235-0287
Expires:	January 31, 2008
Estimated average	burden
hours per response	0.5

1. Name and Add	Iress of Reporting P	erson*	1	and Ticker or Trad ON INC [LCA			Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
(Last) 7840 MONTGO	(First)	(Middle)	3. Date of Earlie 02/25/2005	est Transaction (M	onth/Day		X Officer (give Other (specify title below) below) Exec. VP/Finance & CFO						
(Street) CINCINNATI (City)	OH (State)	45236 (Zip)	4. If Amendmer	nt, Date of Origina	l Filed (I	Month		Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(Glate)		Derivative Securit	ies Acquired Dis	nosed o	of or	Reneficiall	v Ow	ned				
1. Title of Securi	ty (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (Instr.	ction	4. Securiti (A) or Dis (Instr. 3, 4	ies Ad	quired I Of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	Amount	(A) or (D)	Price	Reported Transaction (s) (Instr. 3 and 4)	(I) (Instr. 4)		
Common Stock			02/25/2005		S		1,100	D	\$30.53	39,400	D		
Common Stock			02/25/2005		S		100	D	\$30.5	39,300	D		
Common Stock			02/25/2005		S		200	D	\$30.48	39,100	D		
Common Stock			02/25/2005		S		300	D	\$30.44	38,800	D		
Common Stock			02/25/2005		S		300	D	\$30.42	38,500	D		
Common Stock			02/25/2005		S		100	D	\$30.37	38,400	D		
Common Stock			02/25/2005		S		1,500	D	\$30.36	36,900	D		
Common Stock			02/25/2005		S		500	D	\$30.33	36,400	D		
Common Stock			02/25/2005		S		651	D	\$30.32	35,749	D		
Common Stock			02/25/2005		S		300	D	\$30.31	35,449	D		
Common Stock			02/25/2005		S		50	D	\$30.3	35,399	D		
Common Stock			02/25/2005		S		500	D	\$30.27	34,899	D		
Common Stock			02/25/2005		S		400	D	\$30.25	34,499	D		
Common Stock			02/25/2005		S		1,249	D	\$30.24	33,250	D		
Common Stock			02/25/2005		S		4,350	D	\$30.23	28,900	D		
Common Stock			02/25/2005		S		400	D	\$30.19	28,500	D		
Common Stock	-		02/25/2005		S		200	D	\$30.15	28,300	D		
Common Stock			02/25/2005		S		400	D	\$30.14	27,900	D		
Common Stock			02/25/2005		S		1,400	D	\$30.13	26,500	D		
Common Stock	:		02/25/2005		S		2,300	D	\$30.11	24,200	D		
Common Stock			02/25/2005		S		1,200	D	\$30.1	23,000	D		
Common Stock			02/25/2005		S		100	D	\$30.07	22,900	D		
Common Stock			02/25/2005		S		3,100	D	\$30.06	19,800	D		
Common Stock			02/25/2005		S		1,300	D	\$30.05	18,500	D		
Common Stock	-		02/25/2005		S		1,300	D	\$30.04	17,200	D		

C	Case: 1	1:07-cv-00	750-SJD D	oc #: 32	-48 File	ed: 07/	11/0	8 P	age: 2	2 o	f 59 I	PAGEID	#: 1439	2	ı
Common Stoc	ck			02/25/2005			S		700	D	\$30.03	16,500	D		
Common Stoc	ck			02/25/2005			S		1,600	D	\$30.02	14,900	D		
Common Stoc	ck			02/25/2005			S		200	D	\$30.01	14,700	D		
Common Stoc	ck			02/25/2005			S		4,200	D	\$30	10,500	D		
Common Stoc	ck		Table II - De	rivative Secu	rities Acau	ired. Disp	osed of	or B	eneficially	Owr	ned	8,947.9617	I	By spous and childr	
				g., puts, calls						• • • • • • • • • • • • • • • • • • • •	iou				
Security or E (Instr. 3) Pric	nversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date E Expiratio (Month/D	n Date	le and	7. Title Amount Securiti Underly Derivati Security (Instr. 3	of es ving ve	8. Pric of Deriva Securi (Instr.	of tive derivativ ty Securitie	Owners Form: Direct or Indi (I) (Inst d	ship of Ber (D) Ow rect (In:	. Nature Indirect Ineficial vnership Istr. 4)

Explanation of Responses:

 $1. \ Represents\ 4500\ shares\ held\ by\ reporting\ person's\ spouse\ and\ 4447.9617\ shares\ held\ by\ reporting\ person's\ children.$

/s/ Patricia O. Lowry,

Title

Attorney-in-fact for Alan H. 03/01/2005

Buckey

Expiration

. Date

Date

(D) Exercisable

** Signature of Reporting Person Date

Amount or Number

of

Shares

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

(A)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPR	OVAL
OMB Number:	3235-0287
Expires:	January 31, 2008
Estimated average to	ourden
hours per response	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	ress of Reporting F	Person [*]		and Ticker or Trad			5. Relationship of Reporting Person(s) to Issu (Check all applicable)							
BUCKEY A	LAN H		LCA VISIC	LCA VISION INC [LCAV]							10% Owner			
(Last)	(First)	(Middle)		est Transaction (Mo	onth/Day	/Year)	-		Officer (give title elow)	Other below	(specify		
7840 MONTGO	,	(,	04/04/2005							Exec. VP/Fin	ance & CFO			
(Street)			4. If Amendmen	nt, Date of Original	Filed (N	/lonth/	Day/Year)		Individi oplicabl	ual or Joint/Group e Line)	Filing (Chec	k		
CINCINNATI	OH	45236							X F	orm filed by One	Reporting Pe	erson		
(City)	(State)	(Zip)	_							Form filed by More than One Reporting Person				
		Table I -	Non-Derivative Securi	ties Acquired, Dis	posed o	of, or	Beneficiall	y Own	ed					
1. Title of Securit	y (Instr. 3)		2. Transaction Date (Month/Day/Year)	Date Execution Date,			4. Securitie (A) or Disp (Instr. 3, 4	osed	Of (D)	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership		
					Code	v	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	or Indirect (I) (Instr. 4)	(Instr. 4)		
Common Stock			04/04/2005		M		6,000	A	\$7.33	16,500	D			
Common Stock			04/04/2005		M		22,500	Α	\$3.55	39,000	D			
Common Stock			04/04/2005		M		7,425	Α	\$5.92	46,425	D			
Common Stock				_						4,500	I	By spouse		
Common Stock										4,447.916	I	By children		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		of Der Sec Acc (A) Dis of (posed D) str. 3, 4	Expiration Date e (Month/Day/Year) s		Expiration Date		te Amount of Securities Underlying		mount of ecurities of Derivative Security (Instr. 3) and 4) of Derivative Security (Instr. 5) of derivative Security (Instr. 5) Owned Followin Reporter Transact (s) (Instr.		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares						
Stock Options (Rights to Buy)	\$7.33	04/04/2005		М			6,000	(1)	02/28/2011	Common Stock	6,000	\$0	16,500	D			
Stock Options (Rights to Buy)	\$3.55	04/04/2005		М			22,500	(2)	02/26/2012	Common Stock	22,500	\$0	0	D			
Stock Options (Rights to Buy)	\$5.92	04/04/2005		M			7,425	06/27/2004	06/27/2013	Common Stock	7,425	\$0	15,075	D			

Explanation of Responses:

- $1. \ The \ option \ vested \ on \ February \ 28, \ 2001 \ as \ to \ 5,625 \ shares \ and \ on \ February \ 28, \ 2002 \ as \ to \ 375 \ shares.$
- $2. \ The \ option \ vested \ as \ to \ 5,625 \ shares \ on \ each \ of \ August \ 26, \ 2002, \ and \ February \ 26, \ 2003, \ 2004, \ and \ 2005.$

Case: 1:07-cv-00750-SJD Doc #: 32-48 Filed: 07/11/08 Page: 24 of 59 Pers PAGE ID #: 1441

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPI	ROVAL
OMB Number:	3235-0287
Expires:	January 31, 2008
Estimated average	burden
hours per	0.5

10% Owner

response

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

BUCKEY ALAN H

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading Symbol

LCA VISION INC [LCAV]

DUCK	LI ALAN	111												Directo			10% Ow					
(Last) 7840 MC	(Fi		Middle)		3. Date of Earliest Transaction (Month/Day/Year) 08/04/2005										X Officer (give title Other (specify below) below) Exec. VP/Finance & CFO							
(Street) CINCINI (City)			15236 Zip)	4. If <i>i</i>	. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Chec Applicable Line) X Form filed by One Reporting Pe Form filed by More than One Reperson										ng Perso							
			Table I - Non-	Derivat	tive S	ecuri	ties Acc	quired, Dis	posed	of, or E	Beneficially	/ Own	ed									
1. Title of	1. Title of Security (Instr. 3)						if any	emed tion Date, n/Day/Year)	ate, Transaction or Dispos Code 3, 4 and 5			Securities Acquired (A Disposed Of (D) (Instr 4 and 5)			Amount of curities eneficially wned ellowing	6. Ownership Form: Direct (D) or Indirect		Nature f Indirect eneficial wnership nstr. 4)				
				Code V Amount (A) (A) Price (S) (Instr. 3 and 4)								ansaction (Instr. 3	(I) (Inst	r. 4)								
Common	Stock			08/0	04/20	05			М		45,000	Α	\$12.	67	91,425	D						
Common	Stock			08/0	04/20	05			M		16,500	A	\$7.3	33	107,925	D						
Common	Stock			08/0	04/20	05			M] [7,425	A	\$5.9	92	115,350	D						
Common	Stock			08/0	04/20	05			M		7,500	A	\$12.	19	122,850	D						
Common	Stock														4,500	I		y pouse				
Common	Stock													4	1,447.916	I		y hildren				
								uired, Disp s, options,				Own	ed									
I. Title of Derivative Security Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date,	4. Transa Code (Instr.	action	5. N of Der Sec Acc (A) Dis of (Number ivative curities quired or posed D) str. 3, 4	6. Date Ex Expiration (Month/Da	ercisat Date		7. Title an Amount o Securities Underlyin Derivative Security (and 4)	f ig	((3. Price of Derivati Security Instr. 5	Securitie	ownersh Form: Direct (Direct (Direct) Or Indired (I) (Instr. 4)		11. Natu of Indire Benefic Owners (Instr. 4				
				Code	v	(A)	(D)	Date Exercisab		iration Date	Title	Amor or Numl of Shar	ber									
Stock Options Rights to Buy)	\$12.67	08/04/2005		M			45,000	(1)	03/0)2/2010	Common Stock	45,0	00	\$0	0		D					
Stock Options Rights to Buy)	\$7.33	08/04/2005		М			16,500	(2)	02/	28/2011	Common Stock	16,5	00	\$0	0		D					
Stock Options Rights to Buy)	\$5.92	08/04/2005		М			7,425	06/27/200:	5 06/2	27/2013	Common Stock	7,42	7,425 \$0		7,650		D					
Stock Options (Rights to	\$12.19	08/04/2005		M			7,500	12/09/2004	4 12/0	09/2013	Common Stock	7,50	00	\$0	15,000)	D					

Explanation of Responses:

Case: 1:07-cv-00750-SJD Doc #: 32-48 Filed: 07/11/08 Page: 26 of 59 PAGEID #: 1443 1. The option vested as to 3,750 shares on each of March 2, 2000 and September 2, 2000 and as to 7,500 shares on each of March 2, 2001, 2002, 2003, 2004 and 2005.

- $2. \ The \ option \ vested \ as \ to \ 5,250 \ shares \ on \ February \ 28, \ 2002 \ and \ as \ to \ 5,625 \ shares \ on \ each \ of \ February \ 28, \ 2003 \ and \ 2004.$

/s/ Patricia O. Lowry,

Attorney-in-fact for Alan H. 08/08/2005

Buckey

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
П	subject to Section 16. Form 4 or
Ш	Form 5 obligations may continue.
	See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL								
OMB Number: 3235-0287								
Expires:	January 31, 2008							
Estimated average	burden							
hours per response 0.5								

4)

Reported Transaction

1. Name and		Reporting Person	2. Issuer Name LCA VISI		-			(Check all		le)	Person(s) to					
(Last) 7840 MON	(Firs	,	liddle)	3. Date of Ear 11/10/2005	liest Transact	tion (Montl	n/Day	y/Yea	ar)			le below)	below)		
(Street)			5236	4. If Amendmo	ent, Date of C	Original Fi	ed (Mont	h/Day/Yea	ar)	Applicable X Fo	Line) orm filed	by One F	Filing (Chec Reporting Pe than One R	rson	
(City)	(Sta	ate) (Z	ip)													
1. Title of Se	ecurity (Inst	r. 3)	Table I - Non-	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D	3. Tra	Transaction or Disposed Of (D) Code (Instr. 3, 4 and 5) Constr. 8) Securities Beneficially Form: I Owned Direct (D)						7. Nature of Indirect Beneficial Ownership (Instr. 4)			
						Со	de	v	Amount	(A) or (D)	Price	Reported (I) (Instr. 4) (s) (Instr. 3 and 4)				
Common St	tock			11/10/2005		S			800	D	\$45.46	72,	050	D (1)		
Common St	tock			11/10/2005		S			997	D	\$45.47	71,	053	D		
Common St	tock			11/10/2005		S			300	D	\$45.49	70,	753	D		
Common St	tock			11/10/2005		S			103	D	\$45.51	70,0	650	D		
Common St	tock			11/10/2005		S			800	D	\$45.55	69,	850	D		
Common St	tock			11/10/2005		S			100	D	\$45.56	69,	750	D		
Common St	tock			11/10/2005		S			1,500	D	\$45.5601	68,	250	D		
Common St	tock			11/10/2005		S			2,000	D	\$45.5801	66,	250	D		
Common St	tock			11/10/2005		S			100	D	\$45.61	66,	150	D		
Common St	tock			11/10/2005		S			900	D	\$45.65	65,	250	D		
Common St	tock			11/10/2005		S			313	D	\$45.67	64,	937	D		
Common St	tock			11/10/2005		S			600	D	\$45.68	64,	337	D		
Common St	tock			11/10/2005		S			420	D	\$45.69	63,	917	D		
Common St	tock			11/10/2005		S			100	D	\$45.7	63,	817	D		
Common St	tock			11/10/2005		S			880	D	\$45.73	62,	937	D		
Common St	tock			11/10/2005		S			87	D	\$45.75	62,	850	D		
Common St	tock										4,500 I By spouse					
Common St	tock											4,447	7.916		By children	
				Derivative Secur (e.g., puts, calls,							wned					
Derivative Security (Instr. 3) P	2. Conversion Date (Month/Day/Year) Security (Month/Day/Year) (Month/Day/Y		5. 6. Number of (M Derivative Securities Acquired	. Date Exer	e Exercisable and 7. Title a			le and unt of rities erlying rative rity	of Deriv Secu (Inst	vative don't strain to the contract of the con	Number f erivative ecurities eneficially wned ollowing eported	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4)	Beneficia Ownersh			

of (D)

Disposed

Case:	1:07-cv-00	750-SJD D	OC #	32	(IhStr and 5		d: 07/11	L/08 Pa	ge:	28 of	59 PA	GEID.#;	1445	
							Date	Expiration		Amount or Number of				
			Code	V	(A)	(D)	Exercisable	Date	Title	Shares				

Explanation of Responses:

1. This represents the 2nd of 2 Form 4s being filed today to report the sale by the reporting person of 60,000 shares of LCA-Vision Inc. Common Stock. The forms should be read together for information on total holdings. The average price per share for all sales was 45.28.

/s/ Patricia O. Lowry, Attorney-in-fact for Alan H.

Alan H. 11/14/2005

Buckey

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
1	subject to Section 16. Form 4 or
	Form 5 obligations may continue.
	See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Expires: Janua

Expires:

Estimated average burden

OMB Number:

OMB APPROVAL

3235-0287 January 31,

2008

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public

1. Title of Security	/ (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities (A) or Dispo (Instr. 3, 4 a	sed Of (D)		6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Table I - Non-I	Derivative Securit	ies Acquired, Dis _l	posed of, or	Beneficially	Owned			
(City)	(State)	(Zip)						Form filed by Mor Person	re than One I	Reporting
CINCINNATI	ОН	45236						Form filed by One	, ,	
(Street)			4. If Amendmer	it, Date of Original	Filed (Month	6. Individ	dual or Joint/Grou le Line)	p Filing (Che	eck	
7840 MONTGO	,	(imaalo)	11/10/2005					Exec. VP/Fin	ance & CFC)
(Last)	(First)	(Middle)	3. Date of Earlie	est Transaction (Mo	onth/Day/Year	r)	1 X	Officer (give title below)	Other belov	r (specify v)
1. Name and Addr BUCKEY A		Person*		and Ticker or Trad ON INC [LCA		(Check a	onship of Reportin all applicable) Director	rting Person(s) to Issuer 10% Owner		
See instruction		Utility Holding Co	mpany Act of 1935	,	,	,	` '	rocpor	ise	0.5

(City)	(State)	(Zip)								rm filed by Moi rson	re than One F	Reporting
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8) 4. Securities A (A) or Dispose (Instr. 3, 4 and		oosed	Of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	Amount	(A) or (D)	Price	Reported Transaction (s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Sto	ock		11/10/2005		S		8,167	D	\$45.1	114,683	D (1)	
Common Sto	ock		11/10/2005		S		1,106	D	\$45.11	113,577	D	
Common Sto	ock		11/10/2005		S		1,650	D	\$45.13	111,927	D	
Common Sto	ock		11/10/2005		S		300	D	\$45.14	111,627	D	
Common Sto	ock		11/10/2005		S		294	D	\$45.15	111,333	D	
Common Sto	ock		11/10/2005		S		700	D	\$45.16	110,633	D	
Common Sto	ock		11/10/2005		S		1,374	D	\$45.17	109,259	D	
Common Sto	ock		11/10/2005		S		926	D	\$45.18	108,333	D	
Common Sto	ock		11/10/2005		S		1,300	D	\$45.19	107,033	D	
Common Sto	ock		11/10/2005		S		11,307	D	\$45.2	95,726	D	
Common Sto	ock		11/10/2005		S		3,742	D	\$45.21	91,984	D	
Common Sto	ock		11/10/2005		S		1,336	D	\$45.22	90,648	D	
Common Sto	ock		11/10/2005		S		3,100	D	\$45.23	87,548	D	
Common Sto	ock		11/10/2005		S		998	D	\$45.25	86,550	D	
Common Sto	ock		11/10/2005		S		200	D	\$45.26	86,350	D	
Common Sto	ock		11/10/2005		S		800	D	\$45.27	85,550	D	
Common Sto	ock		11/10/2005		S		100	D	\$45.28	85,450	D	
Common Sto	ock		11/10/2005		S		899	D	\$45.29	84,551	D	
Common Sto	ock		11/10/2005		S		2,329	D	\$45.3	82,222	D	
Common Sto	ock		11/10/2005		S		171	D	\$45.31	82,051	D	
Common Sto	ock		11/10/2005		S		1,000	D	\$45.32	81,051	D	
Common Sto	ock		11/10/2005		S		3,127	D	\$45.33	77,924	D	
Common Sto	ock		11/10/2005		S		1,062	D	\$45.34	76,862	D	
Common Sto	ock		11/10/2005		S		500	D	\$45.35	76,362	D	
Common Sto	ock		11/10/2005		S		800	D	\$45.37	75,562	D	

Case: 1:07-cv-00750-SJD 🛭	00c #: 32-48 Filed: 07/	/11/08 Page: 30 o	f 59	PAGEID #: 1447
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Common Stock	11/10/2005	S	111	D	\$45.38	75,451	D
Common Stock	11/10/2005	S	1	D	\$45.39	75,450	D
Common Stock	11/10/2005	S	735	D	\$45.4	74,715	D
Common Stock	11/10/2005	S	500	D	\$45.42	74,215	D
Common Stock	11/10/2005	S	1,365	D	\$45.43	72,850	D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		e and 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. This represents the 1st of 2 Form 4s being filed today to report the sale by the reporting person of 60,000 shares of LCA-Vision Inc. Common Stock. The forms should be read together for information on total holdings. The average price per share for all sales was \$45.28.

/s/ Patricia O. Lowry,
Attorney-in-fact for Alan H. 11/14/2005
Buckey

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
1	subject to Section 16. Form 4 or
J	Form 5 obligations may continue.
	See Instruction 1(h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287

Expires: January 31, 2008

Estimated average burden hours per 0.5 response

OMB APPROVAL

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	nd Address o	f Reporting Person											heck a	II applion	cable)		Owner
(Last) 7840 MO	(Fir	,	iddle)		3. Date of Earliest Transaction (Month/Day/Year) 12/09/2005									Officer title bel Exec	ow)	Othe belo ance & CF	·
(Street) CINCINN (City)		I 45	236 (p)								·	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
			Table I - Non-D	erivativ	e Secı	ırities	s Acqu	ired, Disp	ose	d of, or B	eneficia	ally Ow	ned				
1. Title of \$		Date Execu (Month/Day/Year) if any			any	med 3. Transaction Code Day/Year) (Instr. 8)		de	4. Secui (A) or D (Instr. 3	isposed	Of (D)	Secur Bene Owne	ficially ed	6. Ownership Form: Direct (D)	Beneficial Ownership		
				Code V Amount or Price Transaction(s (Instr. 3 and 4						rted action(s)	or Indirect (I) (Instr. 4)						
Common	Stock			12/09/2005 G V 8,000 D \$0 54,850						D							
Common	Stock													4	1,500	I	By spouse
Common	Stock													4,4	47.916	I	By children
			Table II - D					ired, Disp options,					ned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code	4. 5. 6. Date Transaction Number Expirati		Expiratio	6. Date Exercisable and Expiration Date (Month/Day/Year)				of of Derivers Security (Instr		9. Number of derivative Securitie Beneficia Owned Followin Reported Transacti (s) (Instr.	Owners Form: Direct or Indi (I) (Inst	Beneficia (D) Ownersh rect (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisal	ole	Expiration Date	ı Title	Amour or Number of Share	er				

Explanation of Responses:

/s/ Patricia O. Lowry, Attorney-in-fact for Alan H.

12/15/2005

Buckey

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ION	OMB APPROVAL										
	OMB Number:	3235-0287									
P	Expires:	January 31, 2008									
-	Estimated average	o hurdon									

0.5

hours per

response

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

			, , , , , , , , , , , , , , , , , , , ,	,				,		-		
1. Name and Addr		Person*		and Ticker or Trad		bol				onship of Reporting Person(s) to Iss Il applicable)		o Issuer
BUCKEY A	LAN H		2011 (1010	21, 11,0 [20.1	. 1				X	Director	10% (Owner
(Last) 7840 MONTGO	(First)	(Middle)	3. Date of Earlie 02/20/2007	est Transaction (Mo	onth/Day	//Yea	r)			Officer (give itle below)	below	(specify /)
(Street)			4. If Amendmer	nt, Date of Origina	l Filed (I	Month	n/Day/Year)			ual or Joint/Grou e Line)	p Filing (Che	ck
CINCINNATI	OH	45236							X F	orm filed by One	Reporting P	erson
(City)	(State)	(Zip)	-							Form filed by Mor Person	e than One F	₹eporting
		Table I - Non-	Derivative Securit	ies Acquired, Dis	posed o	f, or	Beneficiall	y Owi	ned			
Table I - No. 1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (Instr.		4. Securiti (A) or Disp (Instr. 3, 4	osed	Of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership	
					Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock			02/20/2007		A		8,565	A	\$0	63,415	D	
Common Stock				4						4,500	I	By spouse
Common Stock										4,447.916	I	By children

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		of Deriv Secu Acqu (A) or Dispo	rative rities ired osed)	6. Date Exerc Expiration D (Month/Day/Y	ate	Amou Secu Unde Deriv Secu	ele and unt of rities erlying rative rity r. 3 and	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. This Form 4 was filed to reflect the award of 8,565 shares of LCA-Vision Inc. Common Stock to the reporting person pursuant to the LCA-Vision Inc. 2001 Stock Incentive Plan. The award will vest on March 2, 2009 provided that the reporting person is employed by the Company on that date.

/s/ Charles G. Skidmore.
Attorney-in-fact for Alan H. 02/22/2007

Buckey

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
	subject to Section 16. Form 4 or
╝	Form 5 obligations may continue.
	See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287

Expires: January 31, 2008

Estimated average burden hours per 0.5 response

OMB APPROVAL

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name an		of Reporting Person	•					er or Trad		mbol				neck all a Dir	ship of Reporting applicable)	10%	Owne	er
(Last) 7840 MOI	,	First) (NERY ROAD	1iddle)	3. Date 08/03/		arlies	t Transa	action (Mo	onth/Da	ıy/Ye	ar)				icer (give e below) CF	belo	er (spe w)	city
(Street)	NATI (OH 45	5236	4. If A	mendr	nent,	Date o	f Original	Filed	(Mon	th/Da	ay/Year)		plicable X Fo	rm filed by On rm filed by Mo	e Reporting	Perso	
(City)	(State) (Z	ip)											Pe	rson			
4 Tid60	Na a (1)		Table I - Non-D	Derivative 2. Trans			s Acqu 2A. Deer		osed 3.	of, o		neficially			5. Amount of	6.	7.	lature
1. Title of S	security (ii	istr. 3)		Date (Month/E		ar) E	Execution f any	on Date, Day/Year)	Trans Code (Instr.		n (A	A) or Dispostr. 3, 4	osed	Of (D)	Securities Beneficially Owned Following	Ownership Form: Direct (D) or Indirect	of I Ben Owi	ndirect neficial nership itr. 4)
									Code	v	4	Amount	(A) or (D)	Price	Reported Transaction (s) (Instr. 3 and 4)	(I) (Instr. 4		
Common S	Stock			08/03	/2007				P			2,000	A	\$32.81	65,415	D		
Common S	Stock			08/03	/2007	_			P			1,900	Α	\$32.72	67,315	D		
Common S	Stock			08/03	/2007	_			P			100	A	\$32.71	67,415	D		
Common S	Stock			08/03	/2007	_			P			2,100	A	\$32.58	69,515	D		
Common S	Stock			08/03	/2007				P			1,900	A	\$32.59	71,415	D		
Common S	Stock			08/03	/2007				P			2,000	A	\$32.4	73,415	D		
Common S	Stock			08/03	/2007	_			P			2,000	A	\$32.26	75,415	D		
Common S	Stock			08/03	/2007				P			1,300	A	\$31.83	76,715	D		
Common S	Stock			08/03	/2007				P			400	A	\$31.81	77,115	D		
Common S	Stock			08/03	/2007				P			300	Α	\$31.8	77,415	D		
Common S	Stock			08/03	/2007	•			P			1,400	A	\$31.79	78,815	D		
Common S	Stock														4,500	I	By spo	ouse
Common S	Stock														4,447.916	I	By chi	ldren
			Table II - D (e					ired, Disp options,					Own	ed				
Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	se (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		of Deri Sec Acq (A) (Disp of (posed D) str. 3, 4	6. Date E Expiratio (Month/D	n Date		and	7. Title Amount Securiti Underly Derivati Security (Instr. 3	of es ving ve	8. Prid of Deriva Secur (Instr.	of ative derivativ ity Securitie	Owners Form: Direct or Indi (I) (Inst d	ship (D) rect	11. Natur of Indirec Beneficia Ownershi (Instr. 4)
				Code	v	(A)	(D)	Date Exercisa		opira Date			Amoun or lumbe of Shares	r				

Case: 1:07-cv-00750-SJD Doc #: 32-48 Filed: 07/11/08 Page: 34 of 59 PAGEID #: 1451

Attorney-in-fact for Alan H. 08/03/2007

** Signature of Reporting Person Date

Buckey

<u>Y</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Washington, D.C. 20049

Check this box if no longer subject
to Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Expires: February 28, 2011

Estimated average burden hours per 0.5 response

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	nd Address of	f Reporting Person'	•					er or Tradi	-	ymbol			heck a	onship of all applica Director		Person(s) to	
(Last) 7840 MO	(Fi	,	Middle)		ate of 105/200		Trans	saction (Mo	nth/[Day/Year)				Officer (g below)	rive title	below	(specify
(Street) CINCINN (City)			.5236 Zip)					of Original		`		Ap	x X	le Line) Form file	d by One F	Filing (Check Reporting Pe than One Re	rson
			Table I - Non-	Derivat	ive Se	ecuritie	s Acq	uired, Disp	ose	ed of, or I	Beneficially	y Own	ed				
1. Title of S	Security (Inst	tr. 3)		2. Trai Date (Month	nsaction/Day/\	rear) if	fany	emed ion Date, /Day/Year)	Cod	nsaction le tr. 8)	4. Securitie (A) or Disp (Instr. 3, 4	osed (Of (D)	5. Amo Securit Benefic Owned	ties cially	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership
									Cod	ie V	Amount	(A) or (D)	Price			or Indirect (I) (Instr. 4)	(Instr. 4)
								uired, Disp s, options,				/ Own	ed				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties red sed	6. Date Ex Expiration (Month/Da	Date	е	7. Title an Amount of Securitie Underlyin Derivativ Security and 4)	of s ng e	o D S (I	. Price f erivative ecurity nstr. 5)	9. Number of derivative Securities Beneficia Owned Following Reported Transacti (s) (Instr.	Ownersi Form: Direct (I Ily or Indire (I) (Instr	Beneficial Ownership ct (Instr. 4)
				Code	v	(A)	(D)	Date Exercisabl		Expiration Date	Title	Amo or Num of Shar	ber				
Stock Options (Rights to Buy)	\$14.28	03/05/2008		A		28,884		03/02/2009	9 0)3/05/2018	Common Stock	28,8	84	\$0	141,535	D	

Explanation of Responses:

1. Award of nonqualified stock options pursuant to the Company's 2006 Long-Term Stock Incentive Plan. Award vests in five equal portions on March 2, 2009, 2010, 2011, 2012, and 2013.

/s/ Charles G. Skidmore,
Attorney-in-fact for Alan F

Attorney-in-fact for Alan H. 03/07/2008

Buckey

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 3

(Print or Type Responses)

JOFFE CRAIG P R

(Last)

Person *

1. Name and Address of Reporting

(First)

(Street)

Explanation of Responses:

(Middle)

OTED STATES SECURITIES AND EXCHANGE PAGEID #314 OMB Numb

Washington, D.C. 20549

OMB Number: 3235-0104 Expires: January 31, 2005 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Statement (MM/DD/YYYY)

Director

Original Filed (MM/DD/YYYY)

5/19/2003

X __ Officer (give title below)

5. If Amendment, Date

Senior V.P. & General Counsel /

2. Date of Event Requiring | 3. Issuer Name and Ticker or Trading Symbol

4. Relationship of Reporting Person(s) to Issuer (Check all applicable)

LCA VISION INC [LCAV]

10% Owner

X _ Form filed by One Reporting Person
__ Form filed by More than One Reporting Person

Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)

Table II - Derivative Sec 1. Title of Derivate Security (Instr. 4)	2. Date Exer Expiration D (MM/DD/YYYY) Date Exercisable	cisable and late	3. Title and A Securities Un Derivative Se (Instr. 4)	Amount of nderlying	4. Conver	rsion rcise f tive	5.	6. Nature of Indirect Beneficial Ownership (Instr. 5)
1. Title of Derivate Security	2. Date Exer Expiration D	cisable and late	3. Title and A Securities Un Derivative Se	Amount of nderlying	4. Conver or Exer Price of Derivat	rsion rcise f tive	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership
Table II - Derivative Se	curities Benefi	cially Owned	l (e.g. , puts,	calls, warrar	nts, optic	ons, c	onvertible	securities)
Reminder: Report on a separate line for Persons who respond to the coll form displays a currently valid C	ection of inf	ormation co	•	•		•	ed to resp	SEC 1473 (7-02)
Common Stock			492633	D				
1.Title of Security (Instr. 4)	Table I - N	2. Amou	nt of Securitie	es 3. Owners	ship C (I t (I))wner:	ship	ect Beneficial
			C 14 1	D 00 0 11 4	O			
(City) (State) (Zip)			C	D 6' 11 4	01			

Case: 1:07-cv-00750-SJD Doc #: 32-48 Filed: 07/11/08 Page: 37 of 59 PAGEID #: 1454 One-third of options are exercisable at the end of the first year after grant; one-third at the end of the second year; one-third at the end of the third year.

Reporting Owners

Reporting Owner Name / Address			Relationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
JOFFE CRAIG P R			Senior V.P. & General Counsel	

Signatures

/s/ Craig P.R. Joffe	5/19/2003
** Signature of Reporting Person	Date

^{*} If the form is filed by more than one reporting person, see Instruction 5(b)(v).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB A	PPROVAL
OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated avera	age burden
hours per	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	nd Address of	Reporting Person*						er or Tradi		nbol				all applic Director	,		10% Own	er
(Last) 8225 IND	(Fir DIAN HILL F	- /	Middle)		ate of I		Trans	saction (Mo	nth/Day	y/Year)			X	Officer (below) Senior	give title V.P., Ge		Other (sp below) Counsel	ecify
(Street) CINCINN (City)			5243 Zip)					of Original				Ap	plical X	ble Line) Form file	oint/Group ed by One ed by More	Report	ing Perso	
4 70	0 11 11 1	- 0)	Table I - Non-	1				<u> </u>		of, or I							-	Natara
1. Little of \$	Security (Inst	r. 3)		2. Trai Date (Month		ear) if	any	ion Date, /Day/Year)	3. Transa Code (Instr.		4. Securitie (A) or Disp (Instr. 3, 4	osed C	of (D)	Secur Benef Owne	cially 1	6. Owner Form: Direct	rship of Be (D) Ov	Nature Indirect eneficial wnership
									Code	v	Amount	(A) or (D)	Price			or Ind (I) (Ins		istr. 4)
								uired, Disp			Beneficially securities)	Owne	ed					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Excercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.	ection	5. Nun of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	nber tive ties ed sed	6. Date Ex Expiration (Month/Da	ercisab Date		7. Title ar Amount of Securities Underlyin Derivative Security (and 4)	of S ng	[C	3. Price of Derivative Security Instr. 5)	9. Numb of derivativ Securitie Beneficia Owned Followin Reported Transact (s) (Instr	e Formal Description (I)	wnership orm: irect (D) r Indirect) (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisabl		oiration Date	Title	Amou or Numl of Shar	oer					
Option (right to buy) (1)	\$18.29	12/09/2003		A		15,000		12/09/2004	4 12/0	09/2013	Common Stock	15,0	00	\$0	40,000		D	

Explanation of Responses:

- 1. Per the SEC's instructions, this footnote reflects the amount of securities beneficially owned as of the transaction date that would normally be reflected in Table I. The reporting person owns 492,633 shares of common stock directly.
- 2. 33% of options become exercisable one year from date of grant; 33% of options become exercisable after two years from date of grant; and 33% of options become exercisable after three years from date of grant.

/s/ Charles F. Hertlein, Jr.
Attorney-in-fact for Craig P.R. 12/11/2003

Joffe

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB A	PPROVAL
OMB Number:	3235-0287
Expires:	January 31, 2008
Estimated avera	age burden
hours per	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	nd Address o	f Reporting Person	•					er or Tradi				k all applica Director	able)	Person(s) to I	wner		
(Last) 7840 MO	(F NTGOME	,	Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/10/2004								X Officer (give title Other (specify below) below) Sen. VP, Gen. Counsel & Sec.					
(Street) CINCINN (City)			.5236 Zip)	4. If	Amen	dment,	Date	of Original	Filed (Month/	Day/Year)		cable Line) Form file	d by One R	Filing (Check Reporting Per than One Re	son		
1. Title of S	Security (Ins	tr. 3)	Table I - Non-	1	nsactio	on 2 Fear) it	A. De Execut		3. Transaction Code (Instr. 8)	4. Securitie (A) or Disp (Instr. 3, 4	es Acquire osed Of (E	Securi Benefi Owned	ties cially I	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership		
									Code V	Amount	(A) or Pr (D)			or Indirect (I) (Instr. 4)	(Instr. 4)		
									osed of, or E convertible s		Owned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Excercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties ed sed	6. Date Ex Expiration (Month/Da		7. Title ar Amount of Securities Underlyin Derivative Security (and 4)	of s ng	8. Price of Derivative Security (Instr. 5)	9. Numbe of derivative Securities Beneficial Owned Following Reported Transactio (s) (Instr.	Ownersh Form: Direct (D or Indirect (I) (Instr.	Beneficial Ownershi		
				Code	v	(A)	(D)	Date Exercisabl	Expiration e Date	Title	Amount or Number of Shares						
Stock Options (Rights to Buy)	\$24.9	09/10/2004		A		25,000		(1)	09/09/2014	Common Stock	25,000	\$0	25,000	D			
Stock Options (Rights to Buy)	\$24.85	09/10/2004		A		25,000		(1)	09/09/2014	Common Stock	25,000	\$0	25,000	D			

Explanation of Responses:

1. Options become exercisable as to 20% on the first anniversary of the date of grant and as to an additional 20% on each of the second, third, fourth and fifth anniversaries of the date of grant.

/s/ Patricia O. Lowry,
Attorney-in-fact for Craig P.R. 09/14/2004
Joffe

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Case: 1:07 cv-00750-SJD Doc #: 32-48 Filed: 07/11/08 Page: 40 of 59 PAGEID #: 1457 VAL

FORM 5

[] Check this box if no longer subject to Section 16. Form 4 or Form 5

Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

Reported
[] Form 4 Transactions
Reported

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0362 Expires: January 31, 2005 Estimated average burden hours per response... 1.0

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1 37 1 4 1	1 CD		- D	*) Icci	ior Nom	o and Tic	kor or T	rodir	10 S1	zmbol	5 Polotio	nchin of I	Reporting 1	Porcon(c)	to Iccuar
1. Name and Ad	dress of R	eporti	ng Persor	1	2. 1880	uci Ivaiii	e anu iic	KCI OI I	aun	ig sy		(Check al			erson(s)	to issuei
JOFFE CRA	IG P R]	LCA	VISIO	ON INC	[LCA	V]							
(Last)	(First)		(Middle)				or Issuer's	s Fiscal	Year	End	led	X Dire	ctor	-	10% (Owner
, ,				(.	MM/D	D/YYYY)		(2004					cer (give title	e below)	Othe	r (specify
7840 MONT	GOMEI	RY R	ROAD				12/31	/2004				below) Sen. VP.	Gen. Cou	ınsel & Se	ec.	
	(Street))				Amendm D/YYYY)	ent, Date	Original	File	ed			ual or Joi	nt/Group I		eck
CINCINNAT	TI, OH 4	15236	6													
(City)	(State)		(Zip)								•			Reporting Pe than One Rep		n
		Tal	ole I - Noi	n-Deri	vativ	e Secur	ities Acqu	uired, D	ispo	sed o	of, or B	eneficiall	y Owned	•	J	
1.Title of Security (Instr. 3)				2. Tra Date	I I I	Deemed Execution Date, if	3. Trans. Code (Instr. 8)	4. Securit (A) or Dis (D) (Instr. 3, 4	posed	of		unt of Securing Reported and 4)			` ′	7. Nature of Indirect Beneficial Ownership
					8	any		Amount	(A) or (D)	Price	e				or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock (1)				3/5/20	004		G	23883	A	\$0		76	52832		D	
Common Stock (1)				1/13/2	2005		G	1033382	A	\$0		1790	6214 ⁽²⁾		D	
Table II - I	Derivativo	e Secu	ırities Ac	quired	, Dis	posed of		eficially rities)	Owr	ned (<i>e.g.</i> , p	uts, calls,	, warrant	s, options	, convert	ible
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		Deemed 0	` ′	Deriva Securi Acqui Dispo	ative	6. Date Ex and Expira (MM/DD/	tion Date	Se	curitie rivativ	and Amouses Underly ve Security and 4)	ing	8. Price of Derivative Security (Instr. 5)	Derivative Securities Beneficially	Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Expiration Expiration	on Tit		nount or N	lumber of		Fiscal Year (Instr. 4)	(Instr. 4)	

Explanation of Responses:

- (1) All share amounts reflect a 3-for-2 stock split of LCA-Vision Common Stock on December 15, 2004. The gift received on March 5, 2004 was 15,922 pre-split shares.
- (2) Beneficial ownership reflects post year-end gift transaction being voluntarily reported on this Form 5.

Reporting Owners

Deporting Overson Name / Adduced			Relationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
JOFFE CRAIG P R				
7840 MONTGOMERY ROAD	X		Sen. VP, Gen. Counsel & Sec.	.
CINCINNATI, OH 45236				

Case: 1:07-cv-00750-SJD Doc #: 32-48 Filed: 07/11/08 Page: 41 of 59 PAGEID #: 1458

/s/ Patricia O. Lowry, Attorney-in-fact for Craig P.R. Joffe

2/11/2005

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
П	subject to Section 16. Form 4 or
Ш	Form 5 obligations may continue.
	See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2008

Estimated average burden hours per response 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	nd Address of CRAIG P	Reporting Person	•					er or Tradi C [LCAV	٠.	ymbol			heck all	ship of Repor applicable) ector	ing Pe	erson(s) to			
(Last) 7840 MO	(Firs	, ,	liddle)	3. Date of Earliest Transaction (Month/Day/Year) 02/28/2005									X Officer (give Other (spec title below) below) Sen. VP, Gen. Counsel & Sec.						
(Street) CINCINN (City)	NATI OH		(236 (ip)	4. If A	mendn	nent, I	Date o	of Original	Filed	d (Month/	/Day/Yea	·	pplicable X Fo Fo	al or Joint/Gra Line) rm filed by O rm filed by M rson	ne Re	porting Pe	rson		
1. Title of \$		(Month/Day/Year) if any			Deemed 3. cution Date, Transactio			3. 4. Securities (A) or Dispos			5. Amount of Securities Beneficially Owned Following	Ow Fo	vnership orm: rect (D) Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)					
											Cod	e V	Amoun	(A) or (D)	Price	Reported Transaction (s) (Instr. 3 and 4)	(1)	(Instr. 4)	
Common	Stock			02/28					S		750,00		\$28.59	1,046,214		D			
			Table II - D (e					ired, Disp options, o					ned						
Security or Exercise (Month/Day/Year) if any		Execution Date,	Code of		(Month/Day/Year) ative rities ired . 3, 4		on Date Amount o		int of rities rlying ative rity	8. Pri of Deriva Secur (Instr	of ative derivat ity Securi	ive ies cially ing ed ction	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4)	Beneficia Ownersh					
				Code	v	(A)	(D)	Date Exercisal		Expiratio Date	n Title	Amous or Number of Share	er						

Explanation of Responses:

/s/ Patricia O. Lowry, Attorney-in-fact for Craig P.R. 03/01/2005 Joffe

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
	subject to Section 16. Form 4 or
╝	Form 5 obligations may continue.
	See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2008

Estimated average burden hours per response 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	nd Address of	Reporting Person	•					er or Trad	_	Symbol			(Ch	eck all a			g Pers	son(s) to	
(Last) 7840 MO	(Fir:	,	liddle)	3. Date of Earliest Transaction (Month/Day/Year) 05/02/2005									X Officer (give Other (specify title below) below) Sen. VP, Gen. Counsel & Sec.						
(Street) CINCINI (City)	NATI OH		i236	4. If A	mendn	nent,	Date o	of Original	File	d (Month/	Day/Y	ear)	Apı	olicable X Fo Fo	Line) rm file	d by One	Repo	ng (Check orting Per n One Re	son
			Table I - Non-D	erivativ	e Secu	ıritie	s Acqu	ired, Disp	ose	d of, or B	enefi	ciall	y Own	ed					
I. Title of Security (Instr. 3)				2. Trans Date (Month/D		ar) E	Execution f any	Deemed ecution Date, ny onth/Day/Year)		Transaction (Disp	es Acq oosed (and 5)	Of (D)	Secu Bene Owne	nount of rities ficially ed owing	Form Direc	ership on the control of the control	7. Nature of Indirect Beneficial Ownership Instr. 4)
								Cod	de V	Amo	unt	(A) or (D)	Price		saction nstr. 3	(I) (In	nstr. 4)		
Common	Stock			05/02	2/2005				S		700,	000	D	\$38.23	34	6,214	I	D	
			Table II - De							d of, or Bovertible se			/ Own	ed					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Excercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code	action	5. Num of Deri Sec Acq (A) (nber ivative urities juired or posed D)		xerci on Da	isable and	7. An Se Un De Se	Fitle lount curiti derly rivati curity	of es ing ve	8. Prio of Deriva Secur (Instr.	ative ity 5)	9. Number of derivative Securities Beneficia Owned Following Reported Transacti (s) (Instr.	F D O	0. Dwnership Form: Direct (D) or Indirec I) (Instr.	Benefici Owners
					v	(A)	(D)	Date Exercisa		Expiration Date	n Tit	N	Amount or lumber of Shares						

Explanation of Responses:

/s/ Patricia O. Lowry.
Attorney-in-fact for Craig P.R. 05/04/2005
Joffe

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

^{*} If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
	subject to Section 16. Form 4 or
╝	Form 5 obligations may continue
	See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287

Expires: January 31, 2008

Estimated average burden hours per response 0.5

OMB APPROVAL

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	nd Address o	of Reporting Person						er or Tra	_	Symbo	ol					hip of Repopulation		g Person(s)	to Iss	uer
JOFFE	CKAIG	? K												X	Dire	ector		10%	Owne	er
(Last)	(Fi	rst) (M	iddle)	3. Date 03/06/		arliest	Trans	action (N	/lonth/	Day/Y	'ear)			X		icer (give e below)		Othe belo	r (spe w)	ecify
7840 MO	NTGOME	RY ROAD		03/00/	2000										Inter	rim CEC), CO(O, & Gen.	Cnsl	
(Street)				4. If Ar	mendn	nent, l	Date c	of Origina	al File	d (Mo	nth/E	Day/Yea	ar)	6. Indiv			/Group	Filing (Ch	eck	
CINCINI	NATI OI	H 45	236											X	For	m filed by	y One	Reporting I	Perso	n
(City)	(St	ate) (Z	(p)												For Per		y More	e than One	Repo	rting
			Table I - Non-D	erivativ	e Secu	ırities	Acqu	ired, Di	spose	d of,	or Be	eneficia	ally C	Owned						
1. Title of	Security (Ins	tr. 3)	1	2. Transa Date Month/Da		Exer) if a	iny	ned n Date, ay/Year)	3. Tran Code (Inst		n o	. Securi r Dispo nstr. 3,	sed ((A)	5. Amour Securitie Beneficia Owned Followin	es ally	6. Ownership Form: Direct (D) or Indirect	of I Ben Owi	Nature ndirect neficial nership str. 4)
									Code	e V	, A	mount	(A) or (D)	Pric	e	Reported Transact (s) (Instr and 4)	ion	(I) (Instr. 4)	,	
Common	Stock			03/06/2	2006				P		7	7,000	A	\$42.4	957	353,2	14	D		
			Table II - D	erivative e.g., puts										wned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		Secu Acqu (A) o Disp of (D	vative irities ired r osed) r. 3, 4	6. Date Expirat (Month/	ion Da	ate	and	7. Tit Amor Secu Unde Deriv Secu (Instr	unt of rities erlyin rative rity	g S	. Pric f eriva ecuri nstr.	of derity Sec 5) Ber Own Fol Rep Trai	Number ivative curities nedicial ned lowing ported nsactio (Instr.	Owners Form: Direct (Ily or India (I) (Inst	D) ect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercis		Expir Da		Title	Nur	ount or nber of ares						

Explanation of Responses:

/s/ Patricia O. Lowry,
Attorney-in-fact for Craig P.R. 03/06/2006

Joffe

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

^{*} If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
1	subject to Section 16. Form 4 or
	Form 5 obligations may continue.
	See Instruction 1(h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2008

Estimated average burden hours per response 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	nd Address of	Reporting Person	•					er or Tradi		ymbol			neck al	nship of I applic Director		g Person(s) to Is % Owr	
(Last) 7840 MO	(Firs	,	liddle)	3. Date 03/14/		arliest	Trans	action (Mo	nth/D	oay/Year)			X t	Officer (itle belo nterim (ow)		ier (sp ow) . <mark>Cns</mark> l	
(Street) CINCINN (City)	NATI OH		5236 ip)	4. If A	mendn	nent,	Date o	of Original	Filed	I (Month/	Day/Yea	′	plicabl <mark>X</mark> F F	e Line) Form file	ed by One	o Filing (C Reporting e than On	Pers	
			Table I - Non-D	erivativ	e Secı	urities	Acqu	ired, Disp	osed	l of, or B	eneficia	lly Owi	ed					
1. Title of \$	Security (Inst	r. 3)		2. Trans Date (Month/D		ar) E	any	med on Date, Day/Year)	3. Trans Code (Inst		4. Secur (A) or D (Instr. 3	sposed	Of (D)	Securi Benef Owner	icially d	6. Ownershi Form: Direct (D)	p of Be Ov	Nature Indirect eneficial wnership
									Code	e V	Amoun	(A) or (D)	Price			or Indired (I) (Instr.		istr. 4)
Common	Stock			03/14	-/2006				A		2,000	A	\$ 0	35:	5,214	D		
			Table II - D					ired, Disp options, o					ed	1				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year	4. Transa Code (Instr.		Secu Acqu (A) o Disp of (D	vative urities uired or oosed 0)	6. Date E Expiratio (Month/D	n Date	е	Amou Secur Unde Deriv Secur	ities rlying ative	of Deri Sec	rice ivative urity tr. 5)	9. Number of derivative Securities Beneficial Owned Following Reported Transacti (s) (Instr.	Owne Form: Direct or Inc (I) (In: 4)	(D) irect	11. Nature of Indirec Beneficial Ownershi (Instr. 4)
				Code	v	(A)	(D)	Date Exercisal		Expiration Date	n Title	Amour or Number of Shares	r					

Explanation of Responses:

1. Award of restricted stock pursuant to the Company's 2001 Long-Term Stock Incentive Plan. Award vests over a 3 year period with one-third vesting on the first, second and third anniversaries of the date of grant provided that Mr. Joffe is employed by the Company on the applicable vesting date.

/s/ Craig P.R. Joffe

03/16/2006

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
1	subject to Section 16. Form 4 or
J	Form 5 obligations may continue.
	See Instruction 1(b)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 January 31, Expires: 2008 Estimated average burden hours per 0.5 response

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name an			Reporting Person	•	2. Issuer Nam LCA VIS				mbol			(Check all	ship of Reportin applicable) rector		o Issuer Owner
(Last) 7840 MON	NTGOM	(First	,	liddle)	3. Date of Ear 11/29/2006	rliest Trans	action (M	/lonth/Da	ay/Yea	ar)		X titl	ficer (give e below) COO and Gen	below	′
(Street) CINCINN (City)	JATI	OH (Stat			4. If Amendm							Applicable X Fo	al or Joint/Grou Line) rm filed by One rm filed by Mor rson	Reporting P	erson
				Table I - Non-	Derivative Secu	rities Acqu	ired, Dis	sposed	of, or	Benefici	ally C	Owned			
1. Title of S	Security ((Instr	. 3)		2. Transaction Date (Month/Day/Year)	2A. Deem Executio if any (Month/D	n Date,	3. Transa Code (Instr.		4. Securi or Dispo (Instr. 3,	sed (5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code	v	Amount	(A) or (D)	Price	Reported Transaction (s) (Instr. 3 and 4)	(I) (Instr. 4)	(1115111. 4)
Common S	Stock				11/29/2006			D		5,000	D	\$34.4	54,214	D	
Common S	Stock				11/29/2006			D		5,000	D	\$34.4	49,214	D	
Common S	Stock				11/29/2006			D		5,000	D	\$34.399	44,214	D	
Common S	Stock				11/29/2006			D		5,000	D	\$34.3912	39,214	D	
Common S	Stock				11/29/2006			D		5,000	D	\$34.3773	34,214	D	
Common S	Stock				11/29/2006			D		5,000	D	\$34.3581	29,214	D	
Common S	Stock				11/29/2006			D		5,000	D	\$34.3586	24,214	D	
Common S	Stock				11/29/2006			D		5,000	D	\$34.37	19,214	D	
Common S	Stock				11/29/2006			D		4,000	D	\$34.3665	15,214	D	
					Derivative Secur							wned			
1. Title of Derivative	2.		3. Transaction Date	3A. Deemed Execution Date	4.	5. Number	·	Exercis	able a	nd 7. Tit	le an		ce 9. Number	er 10. Ownersh	11. Nature

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		5. Numl of Deriv Secu Acqu (A) or Dispo of (D (Instr	rative rities ired osed)	6. Date Exerc Expiration D (Month/Day/Y	ate	Amou Secu Unde Deriv Secu	erlying ative	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

Remarks:

This represents 3 of 3 Form 4s filed today to report sales by the reporting person of 340,000 directly owned shares of LCA-Vision Inc. Common Stock. The Forms should be read together for information on total holdings. The average price per share for all sales was \$34.575.

> /s/ Charles G. Skidmore, Attorney-in-fact for Craig P.

12/01/2006

R. Joffe

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

^{*} If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

FORM 4

Case: 1:07 cv-00750 SID DOC #: 22-48 EURITIES AND EXCHANGE PAGE MB APAROVAL

COMMISSION Washington, D.C. 20549 OMB Number: 3235-0287 Expires: January 31, 2008 Estimated average burden hours per response... 0.5

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Add	lress of Re	eporti	ng Persor	n *	2. Iss	uer Nan	e and	Ti	cker or	Tra	ading	Symbo	5. Relation (Check all			Person(s)	to Issuer
JOFFE CRA	IG P R				LCA	VISI	ON I	N	C [L(CA	\mathbf{V}]						
(Last)	(First)		(Middle)		3. Da	te of Ea	liest T	ra	nsactio	n (M	IM/DD	D/YYYY)	X Direc	tor	-	10% (Owner
(····/	(33)		,										X _ Offic	er (give title	e below)	Othe	r (specify
7840 MONTO	OME	RY R	OAD				11	/2	9/200	6			below) COO and	General	Counsel		
	(Street)					Amendn DD/YYYY		ate	e Origi	nal l	Filed		6. Individu Applicable Li	al or Joi		Filing (Che	eck
CINCINNAT	I, OH 4	5236)														
(City)	(State)		(Zip)				12	2/1	/2006						Reporting Per han One Repo		n
		Tab	ole I - No	n-Dei	rivativ	ve Secur	ities A	cc	juired,	Dis	pose	ed of, o	or Beneficially	•	•		
1.Title of Security				2. 7	Γrans.	2A.	3. Trai	ıs.	4. Securi	ties .	Acquir	ed 5. A	Amount of Securit	ies Benefic	ially Owned	6.	7. Nature
(Instr. 3)				Dat	te	Deemed Execution Date, if	Code (Instr.	8)	(A) or D (Instr. 3,				ollowing Reported 'nstr. 3 and 4)	Fransaction	(s)	Ownership Form: Direct (D)	of Indirect Beneficial Ownership
						any	Code	v	Amount	(A) or (D)	Pric	ce				or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock				11/	29/2006	3	s		5000	D	\$34.	.4	54	1214		D	
Common Stock				11/	29/2006	5	s		5000	D	\$34.	.4	49	214		D	
Common Stock				11/	29/2006	5	s		5000	D	\$34.3	399	44	214		D	
Common Stock				11/	29/2006	i	s		5000	D	\$34.39	912	39	214		D	
Common Stock				11/	29/2006	5	S		5000	D	\$34.3	773	34	1214		D	
Common Stock				11/	29/2006	5	s		5000	D	\$34.3	581	29	214		D	
Common Stock				11/	29/2006	5	s		5000	D	\$34.3	586	24	1214		D	
Common Stock					29/2006		s		5000	D	\$34.	37	19	214		D	
Common Stock				11/	29/2006		s		4000	D	\$34.30	665	15	5214		D	
Tab	ole II - De	rivati	ve Secur	ities]	Benef	icially C	wned	(4	<i>2.g</i> . , pι	ıts,	calls,	, warra	ants, options,	convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Trans.	Deemed	4. Trans. Code (Instr.	8) Deri Secu Acqu Disp	umber of vative rities nired (A) or osed of (D) r. 3, 4 and	and Ex		xercisable ation Dat	e	Secur Deriv (Instr.	rities Und rative Sec 3 and 4)	derlying curity	8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction	Ownership Form of	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V (A)	(D)		sab	le Date			Shares	or rumber or		(s) (Instr. 4)		

Explanation of Responses:

Remarks:

This Form 4 was amended to correct the transaction code from "D" to "S". This represents 3 of 3 Amended Form 4s

Case: 1:07-cv-00750-SJD Doc #: 32-48 Filed: 07/11/08 Page: 48 of 59 PAGEID #: 1465 filed today to report sales by the reporting person of 340,000 directly owned shares of LCA-Vision Inc. Common Stock. The Forms should

be read together for information on total holdings. The average price per share for all sales was \$34.575.

Reporting Owners

Paparting Owner Name / Address			Relationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
JOFFE CRAIG P R				
7840 MONTGOMERY ROAD	X		COO and General Counsel	
CINCINNATI, OH 45236				

Signatures

/s/ Charles G. Skidmore, Attorney-in-fact for Craig P. R. Joffe

12/1/2006

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

^{**} Signature of Reporting Person

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer
subject to Section 16. Form 4 or
Form 5 obligations may continue.
See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Estin hour

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2008

Estimated average burden hours per response 0.5

1. Name and Add	ress of Reporting Pe ${ m IIG~P~R}$	erson [*]		and Ticker or Tra		mbol			(Check all	ship of Reportin applicable) rector		o Issuer Owner
(Last) 7840 MONTGO	(First)	(Middle)	3. Date of Earl 11/29/2006	iest Transaction (N	Month/Da	ay/Yea	ar)		X titl	ficer (give e below) COO and Gen	belov	,
(Street) CINCINNATI (City)	OH (State)	45236 (Zip)	4. If Amendme	ent, Date of Origina	al Filed	(Mont	h/Day/Yea	ır)	Applicable X Fo	al or Joint/Grou Line) rm filed by One rm filed by Mor rson	Reporting P	erson
		Table I - No	n-Derivative Secur	ities Acquired, Dis	sposed	of, or	Beneficia	ılly (Owned			
1. Title of Securit	y (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (Instr.			sed (5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	Amount	(A) or (D)	Price	Reported Transaction (s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock			11/29/2006		D		5,000	D	\$34.6669	204,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.6289	199,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.5028	194,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.463	189,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.3057	184,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.3212	179,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.3871	174,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.3159	169,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.3	164,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.3	159,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.2853	154,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.3187	149,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.3554	144,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.2793	139,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.2391	134,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.27	129,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.4516	124,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.45	119,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.4426	114,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.4144	109,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.4013	104,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.3751	99,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.3111	94,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.39	89,214	D	
Common Stock			11/29/2006		D		5,000	D	\$34.3686	84,214	D	

Case: 1:07-cy-00750-SJD Doc #: 32-48 Filed: 07/11/08 Page: 50.of 59 PAGEID #: 1467

<u> </u>		io i noa. Oi		90.	-uyu-		0.00		
Common Stock	11/29/2006		D		5,000	D	\$34.39	79,214	D
Common Stock	11/29/2006		D		5,000	D	\$34.3995	74,214	D
Common Stock	11/29/2006		D		5,000	D	\$34.4	69,214	D
Common Stock	11/29/2006		D		5,000	D	\$34.4	64,214	D
Common Stock	11/29/2006		D		5,000	D	\$34.4	59,214	D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		6. Date Exerc Expiration D (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	and 5		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(s) (Instr. 4)		

Explanation of Responses:

Remarks:

This represents 2 of 3 Form 4s filed today to report sales by the reporting person of 340,000 directly owned shares of LCA-Vision Inc. Common Stock. The Forms should be read together for information on total holdings. The average price per share for all sales was \$34.575.

> /s/ Charles G. Skidmore, Attorney-in-fact for Craig P. R. Joffe

12/01/2006

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1:07 cv-00750-SID Doc #: 22-48 Eiled: 07/11/08 Page: 51 of 59 PAGEIDB#4P1468VAL **COMMISSION**

Washington, D.C. 20549

OMB Number: 3235-0287 Expires: January 31, 2008 Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP **OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * 2.				uer Nam	e and	Ti	cker or	Tr	ading Syı	mbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
JOFFE CRAI	GPR		LCA	VISIO	ON I	N(C[L	CA	\mathbf{V}]						
(Last)	(First)	(Middle)							M/DD/YY	YY)	X Director	10% (Owner		
, ,	` ′	, ,			11	12	9/200	6			X Officer (give title below)	Othe	r (specify		
7840 MONTG	(Street)	(ROAD	4 TC						E'1 1		COO and General Counsel				
	(Sileet)			Amendm D/YYYY)	ent, D	ate	Origii	ıaı	Filed		6. Individual or Joint/Group I Applicable Line)	filing (Che	eck		
CINCINNAT	I. OH 450	236	Ì												
(City)	(State)	(Zip)			12	2/1	/2006				_ X _ Form filed by One Reporting Per Form filed by More than One Report		1		
	,	Table I - Non-l	Derivativ	e Securi	ities A	cq	uired,	Dis	sposed of	f, or E	Beneficially Owned				
1.Title of Security			2. Trans.	2A.		_			Acquired		ount of Securities Beneficially Owned	6.	7. Nature		
(Instr. 3)			Date	Deemed Execution	Code		(A) or D	ispo	sed of (D)		ving Reported Transaction(s) 3 and 4)	Ownership Form:	of Indirect Beneficial		
				Date, if	(msu.) 	(mstr. 5,		T	(msu.	3 and 4)	Direct (D)	Ownership		
				any				(A) or				or Indirect (I) (Instr.	(Instr. 4)		
					Code	V	Amount	(D)	Price			4)			
Common Stock			11/29/2006		s		5000	D	\$34.6669		204214	D			
Common Stock			11/29/2006		S		5000	D	\$34.6289		199214	D			
Common Stock			11/29/2006		S		5000	D	\$34.5028		194214	D			
Common Stock			11/29/2006		s		5000	D	\$34.463		189214	D			
Common Stock			11/29/2006		s		5000	D	\$34.3057		184214	D			
Common Stock			11/29/2006		s		5000	D	\$34.3212		179214	D			
Common Stock			11/29/2006		s		5000	D	\$34.3871		174214	D			
Common Stock			11/29/2006		s		5000	D	\$34.3159		169214	D			
Common Stock			11/29/2006		s		5000	D	\$34.3		164214	D			
Common Stock			11/29/2006		s		5000	D	\$34.3		159214	D			
Common Stock			11/29/2006		s		5000	D	\$34.2853		154214	D			
Common Stock			11/29/2006		S		5000	D	\$34.3187		149214	D			
Common Stock			11/29/2006		S		5000	D	\$34.3554		144214	D			
Common Stock			11/29/2006		s		5000	D	\$34.2793		139214	D			
Common Stock			11/29/2006		s		5000	D	\$34.2391		134214	D			
Common Stock			11/29/2006		s		5000	D	\$34.27		129214	D			
Common Stock			11/29/2006		s		5000	D	\$34.4516		124214	D			
Common Stock			11/29/2006		s		5000	D	\$34.45		119214	D			
		Į.	•					•					1		

Case: 1:07-cv-00750-S	JD Doo	#: 32-	48 F	ile	ed: 07	/1	1/08 Pa	age: 52 of 59 PAGEID #:	1469	
Table I - Non-	Derivativ	e Securi	ties A	cq	uired,	Dis	sposed of	f, or Beneficially Owned		
1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if	Code		(A) or D	spos	Acquired sed of (D) d 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership
		any	Code	v	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock	11/29/2006	;	s		5000	D	\$34.4426	114214	D	
Common Stock	11/29/2006		s		5000	D	\$34.4144	109214	D	
Common Stock	11/29/2006		s		5000	D	\$34.4013	104214	D	
Common Stock	11/29/2006		s	П	5000	D	\$34.3751	99214	D	
Common Stock	11/29/2006		s		5000	D	\$34.3111	94214	D	
Common Stock	11/29/2006		s		5000	D	\$34.39	89214	D	
Common Stock	11/29/2006		s		5000	D	\$34.3686	84214	D	
Common Stock	11/29/2006		s		5000	D	\$34.39	79214	D	
Common Stock	11/29/2006		s		5000	D	\$34.3995	74214	D	
Common Stock	11/29/2006		s		5000	D	\$34.4	69214	D	
Common Stock	11/29/2006		s		5000	D	\$34.4	64214	D	
Common Stock	11/29/2006		s	П	5000	D	\$34.4	59214	D	
Table II - Derivative Securit	ies Benef	icially O	wned	(e	.g. , pu	ıts,	calls, wa	arrants, options, convertible secu	rities)	
1. Title of Derivate Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security 2. Conversion or Exercise Price of Derivative Security 3. Conversion Date Execution Date, if any	zans. 5. Nu Deriv ode Secu nstr. 8) Acqu Disp	umber of vative rities hired (A) or osed of (D) r. 3, 4 and	6. Date and Ex	e Ex	Expira	ė	7. Title and Securities Derivative (Instr. 3 an	d Amount of Underlying Security (1 d 4) Security (1 d 4) Security (1 nstr. 5) Securities Beneficiall Owned Following Reported Transaction (c) (Instr. 4)	10. Ownership Form of Derivative y Security: Direct (D) or Indirect (I) (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

Remarks:

This Form 4 was amended to correct the transaction code from "D" to "S". This represents 2 of 3 Amended Form 4s filed today to report sales by the reporting person of 340,000 directly owned shares of LCA-Vision Inc. Common Stock. The Forms should

be read together for information on total holdings. The average price per share for all sales was \$34.575.

Reporting Owners

Demonting Overson Names / Address		Relationships										
Reporting Owner Name / Address	Director	10% Owner	Officer	Other								
JOFFE CRAIG P R												
7840 MONTGOMERY ROAD	X		COO and General Counsel									
CINCINNATI, OH 45236												

Signatures

/s/ Charles G. Skidmore, Attorney-in-fact for Craig P. R. Joffe

12/1/2006

Dat

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer
1	subject to Section 16. Form 4 or
	Form 5 obligations may continue.
	See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2008

Estimated average burden hours per response 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Ac	Idress of Reporting		e and Ticker or Tra		mbol		Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner							
(Last) 7840 MONTO	(First) GOMERY ROAD	(Middle)	3. Date of Earl 11/29/2006	iest Transaction (M	/lonth/Da	ay/Yea	ar)		X Officer (give Other (specify title below) below) COO and General Counsel					
(Street) CINCINNAT (City)	I OH (State)	45236 (Zip)	4. If Amendme	ent, Date of Origin	al Filed	(Mont	h/Day/Yea	ay/Year) 6. Individual or Joint/Group Filing (Che Applicable Line) X Form filed by One Reporting P Form filed by More than One F Person						
		Table I - N	lon-Derivative Secur	ities Acquired, Di	sposed	of, or	Beneficia	ally (Owned					
1. Title of Secu	rity (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (Instr.		4. Securi or Dispo (Instr. 3,	sed (5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	Amount	(A) or (D)	Price	Reported Transaction (s) (Instr. 3 and 4)	(I) (Instr. 4)	(113.11.4)		
Common Stoc	k		11/29/2006		D		1,000	D	\$35.437	354,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$35.3872	349,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$35.3439	344,214				
Common Stoc	k		11/29/2006		D		5,000	D	\$35.2991	339,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$35.2078	334,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$35.2123	329,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$35.1722	324,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$35.1263	319,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.9042	314,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.8504	309,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.8008	304,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.746	299,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.7108	294,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.719	289,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.7106	284,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.666	279,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.6398	274,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.6482	269,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.65	264,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.6499	259,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.6504	254,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.6501	249,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.65	244,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.65	239,214	D			
Common Stoc	k		11/29/2006		D		5,000	D	\$34.6496	234,214	D			

Case: 1:07-cv-00750-SJD Doc #: 32-48 Filed: 07/11/08 Page: 54 of 59 PAGEID #: 1471

<u> </u>		io i noa. oi		, ,		_			
Common Stock	11/29/2006		D		5,000	D	\$34.65	229,214	D
Common Stock	11/29/2006		D		5,000	D	\$34.65	224,214	D
Common Stock	11/29/2006		D		5,000	D	\$34.65	219,214	D
Common Stock	11/29/2006		D		5,000	D	\$34.6484	214,214	D
Common Stock	11/29/2006		D		5,000	D	\$34.6706	209,214	D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		5. Numl of Deriv Secu Acqu (A) or Dispo of (D) (Instr	rative rities ired osed)	6. Date Exerc Expiration Do (Month/Day/Y	ate	Amou Secu Unde Deriv Secu	rlying ative	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

Remarks:

This represents 1 of 3 Form 4s filed today to report sales by the reporting person of 340,000 directly owned shares of LCA-Vision Inc. Common Stock. The Forms should be read together for information on total holdings. The average price per share for all sales was \$34.575.

/s/ Charles G. Skidmore, Attorney-in-fact for Craig P. 12/01/2006 R. Joffe

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

Case: 1:07 cv-00750-SJD Doc #: 32-48 Filed: 07/11/08 Page: 55 of 59 PAGEID #: 1472 NA A PARTY OVAL

COMMISSION Washington, D.C. 20549 OMB Number: 3235-0287 Expires: January 31, 2008 Estimated average burden hours per response... 0.5

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * 2.				uer Nam	e and	Ti	cker or	Tra	ading Syr	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
JOFFE CRAIC	G P R		LCA	VISIO	ON I	N	CILO	CA	\mathbf{V} 1		(Check all approach)					
(Last)	(First)	(Middle)							M/DD/YY	YY)	X Director	10% 0	Owner			
(=3334)	(= ====)	(X Officer (give title below) below)	Othe	r (specify			
7840 MONTG	OMERY	ROAD			11	/2	9/200	6			COO and General Counsel					
	(Street)			Amendm	ent, D	ate	e Origii	nal I	Filed		6. Individual or Joint/Group I	6. Individual or Joint/Group Filing (Check Applicable Line)				
CINCINNA TI	OH 453	26	(MM/L	DD/YYYY)						Applicable Line)						
CINCINNATI (City)	(State)	(Zip)			12	2/1	/2006				X_Form filed by One Reporting Person Form filed by More than One Reporting Person					
	n	C-1-1- T NI 1	D : 4:-	C	4 A			D.		P T						
1.Title of Security]	labie I - Non-l	2. Trans.	2A.						· —	Beneficially Owned ount of Securities Beneficially Owned	6.	7. Nature			
(Instr. 3)			Date	Deemed	Code		(A) or D	ispos	sed of (D)	Follow	ving Reported Transaction(s)	Ownership	of Indirect			
				Execution Date, if	(Instr.	8) I	(Instr. 3,	4 an	id 5)	(Instr.	3 and 4)	Form: Direct (D)	Beneficial Ownership			
				any				(A) or				or Indirect (I) (Instr.	(Instr. 4)			
					Code	V	Amount	(D)	Price			4)				
Common Stock			11/29/2006		s		1000	D	\$35.437		354214	D				
Common Stock			11/29/2006		s		5000	D	\$35.3872		349214	D				
Common Stock			11/29/2006		s		5000	D	\$35.3439		344214	D				
Common Stock			11/29/2006		s		5000	D	\$35.2991		339214	D				
Common Stock			11/29/2006		s		5000	D	\$35.2078		334214	D				
Common Stock			11/29/2006		s		5000	D	\$35.2123		329214	D				
Common Stock			11/29/2006		s		5000	D	\$35.1722		324214	D				
Common Stock			11/29/2006		s		5000	D	\$35.1263		319214	D				
Common Stock			11/29/2006		s		5000	D	\$34.9042		314214	D				
Common Stock			11/29/2006		s		5000	D	\$34.8504		309214	D				
Common Stock			11/29/2006		s		5000	D	\$34.8008		304214	D				
Common Stock			11/29/2006		s		5000	D	\$34.746		299214	D				
Common Stock			11/29/2006		s		5000	D	\$34.7108		294214	D				
Common Stock			11/29/2006		s		5000	D	\$34.719		289214	D				
Common Stock	· · · · · · · · · · · · · · · · · · ·		11/29/2006		s		5000	D	\$34.7106		284214	D				
Common Stock			11/29/2006		s		5000	D	\$34.666		279214	D				
Common Stock			11/29/2006		s		5000	D	\$34.6398		274214	D				
Common Stock			11/29/2006		s		5000	D	\$34.6482		269214	D				
						. 7		_								

Case: 1:07-cv-00750-S	JD Doo	#: 32-	48 F	ile	d: 07	7/1	1/08 Pa	age: 56 of 59 PAGEID #: :	1473	
Table I - Non-	Derivativ	e Securi	ties A	cq	uired,	Dis	posed of	f, or Beneficially Owned		
1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if	3. Tran Code (Instr. 8			ispos	Acquired sed of (D) d 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership
		any	Code	v	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock	11/29/2006		s		5000	D	\$34.65	264214	D	
Common Stock	11/29/2006		s		5000	D	\$34.6499	259214	D	
Common Stock	11/29/2006		s		5000	D	\$34.6504	254214	D	
Common Stock	11/29/2006		s		5000	D	\$34.6501	249214	D	
Common Stock	11/29/2006		s		5000	D	\$34.65	244214	D	
Common Stock	11/29/2006		s		5000	D	\$34.65	239214	D	
Common Stock	11/29/2006		S		5000	D	\$34.6496	234214	D	
Common Stock	11/29/2006		s		5000	D	\$34.65	229214	D	
Common Stock	11/29/2006		s		5000	D	\$34.65	224214	D	
Common Stock	11/29/2006		s		5000	D	\$34.65	219214	D	
Common Stock	11/29/2006		s		5000	D	\$34.6484	214214	D	
Common Stock	11/29/2006		s	\sqcap	5000	D	\$34.6706	209214	D	
Table II - Derivative Securiti	es Benefi	icially O	wned	(e.	.g. , pu	ıts,	calls, wa	nrrants, options, convertible secu	rities)	
(Instr. 3) or Exercise Date Execution Co	nns. de str. 8) Deriv Secur Acqu Dispo				ercisable tion Date	e	Securities Derivative (Instr. 3 an		Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

Remarks:

This Form 4 was amended to correct the transaction code from "D" to "S". This represents 1 of 3 Amended Form 4s filed today to report sales by the reporting person of 340,000 directly owned shares of LCA-Vision Inc. Common Stock. The Forms should

be read together for information on total holdings. The average price per share for all sales was \$34.575.

Reporting Owners

Damouting Oxymon Name / Adduses		Relationships									
Reporting Owner Name / Address	Director	10% Owner	Officer	Other							
JOFFE CRAIG P R											
7840 MONTGOMERY ROAD	X		COO and General Counsel								
CINCINNATI, OH 45236											

Signatures

/s/ Charles G. Skidmore, Attorney-in-fact for Craig P. R. Joffe

12/1/2006

Dat

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer
subject to Section 16. Form 4 or
Form 5 obligations may continue.
See Instruction 1(b)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287

Expires: January 31, 2008

Estimated average burden hours per response 0.5

OMB APPROVAL

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* JOFFE CRAIG P R					2. Issuer Name and Ticker or Trading Symbol LCA VISION INC [LCAV]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
	3. Date of Earliest Transaction (Month/Day/Year)										X Director X Officer		(give	10% Owner Other (specify		(specify				
(Last) 7840 MO	02/20/2007										COO and General Counsel									
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)										
CINCINNATI OH 45236 (City) (State) (Zip)														X Form filed by One Reporting Person Form filed by More than One Reporting Person						
		, ,	Table I - Non-D	erivativ	e Seci	uritie	es Acqu	ıired, Disp	osed	d of, or E	Ben	eficiall	y Owi	ned						
1. Title of Security (Instr. 3)					2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction ((A)	4. Securities Ad (A) or Disposed (Instr. 3, 4 and		Of (D)	Secur Benet Owne	ficially Fe		nership m: ect (D)	7. Nature of Indirect Beneficial Ownership	
									Code	e V	Aı	mount	(A) or (D)	Price	Repo Trans	•		Indirect (Instr. 4)	(Instr. 4)	
Common	Stock			01/19/2007					L	L		18	Α	\$ <mark>0</mark>	\$0 15,2			D		
Common Stock					02/20/2007				A	A		8,565	A	\$0 2		3,797		D		
			Table II - D					ired, Disp					Own	ed						
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security 3. Transactic Date (Month/Day/Y			3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code of Instr. 8) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		rivative curities quired or sposed (D) str. 3, 4	Expiratio	Exercisable and on Date Day/Year)			7. Title an Amount o Securities Underlyin Derivative Security (Instr. 3 a		f of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)		10. Ownersh Form: Direct (D or Indire (I) (Instr. 4)	Beneficia Ownersh		
				Code	v	(A)) (D)	Date Exercisal		Expiratio Date		N	Amour or Iumbe of Shares	er						

Explanation of Responses:

1. This Form 4 was filed to reflect the award of 8,565 shares of LCA-Vision Inc. Common Stock to the reporting person pursuant to the LCA-Vision Inc. 2001 Stock Incentive Plan. The award will vest on March 2, 2009 provided that the reporting person is employed by the Company on that date.

/s/ Charles G. Skidmore,

Attorney-in-fact for Craig P. 02/22/2007

R. Joffe

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: January 31, Expires: Estimated average burden

0.5

hours per

response

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	and Address		eporting Person*	2. Issuer Na LCA VI		Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner										
(Last) 7840 MC	ONTGOME	(First)	(N ROAD	3. Date of E		X Officer (give title Other (specify below) below) COO and General Counsel										
(Street)	NATI (ОН	4.	4. If Amend		Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting										
(City)	((State	2) (2	Zip)						Person Person						
				Table I - Non-			•		of, or							
1. Title of Security (Instr. 3)					2. Transaction Date (Month/Day/Year) 2. Deemed Execution Date, if any (Month/Day/Year)			Transaction or Disp Code 3, 4 an			d Of	quired (A) (D) (Instr.	5. Amo Securit Benefic Owned Follow	ies cially	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code	v	Amount	(A) or (D)	Price	Reporte Transa (s) (Ins and 4)	ed ction	(I) (Instr. 4)	,
Common	Stock (1)				03/02/200)7		F		200	D	\$41.99	23,	597	D	
Common	Stock				03/06/200)7		M		25,000	A	\$2.25	48,	597	D	
Common	Stock				03/06/200)7		M		12,500	A	\$2.25	61,	097	D	
Common	Stock				03/06/200)7		M		11,781	A	\$12.19	72,	878	D	
Common	Stock				03/06/200)7		M		5,891	A	\$12.19	78,	769	D	
Common	Stock				03/06/200)7		M		3,219	A	\$12.19	81,	988	D	
Common	Stock				03/06/200)7		M		1,610	A	\$12.19	83,	598	D	
Common	Stock				03/06/200)7		М		7,500	A	\$16.6	91,	098	D	
Common	Stock				03/06/200)7		M		7,500	A	\$16.6	98,	598	D	
Common	Stock				03/06/200)7		M		7,500	A	\$16.57	106,	,098	D	
Common	Stock				03/06/200)7		M		7,500	A	\$16.57	113,	,598	D	
Common	Stock				03/06/200)7		S		13,000	D	\$42	100,	,598	D	
Common	Stock				03/06/200)7		S		5,250	D	\$42.01	95,	348	D	
Common	Stock				03/06/200)7		S		1,000	D	\$42.02	94,	348	D	
Common	Stock				03/06/200)7		S		1,000	D	\$42.03	93,	348	D	
Common	Stock				03/06/200)7		S		4,750	D	\$42.25	88,	598	D	
Common	Stock				03/06/200)7		S		5,000	D	\$42.28	83,	598	D	
Common Stock					03/07/200)7		S		3,400	D	\$42.62	80,	198	D	
Common Stock					03/07/2007 s 1,429						D	\$42.61	78,	769	D	
					Derivative Se (e.g., puts, ca						Owr	ned				
1. Title of Derivative Security (Instr. 3)	2. 3. Transaction 3A. Deemed		4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Expiration (Month/Da quired or poosed (D) str. 3, 4				of S ng e	of Der Sec (Ins	ivative (urity (tr. 5)	9. Number of derivative Securities Beneficia Owned Following Reported Transacti (s) (Instr.	Ownersh Form: Direct (D or Indire (I) (Instr.	Benefic Owners		

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				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Options (Rights to Buy)	\$2.25	03/06/2007		М			25,000	03/15/2005	03/17/2013	Common Stock	25,000	\$0	12,500	D
Stock Options (Rights to Buy)	\$2.25	03/06/2007		М			12,500	03/17/2006	03/17/2013	Common Stock	12,500	\$0	0	D
Stock Options (Rights to Buy)	\$12.19	03/06/2007		М			11,781	12/09/2005	12/09/2013	Common Stock	11,781	\$0	5,891	D
Stock Options (Rights to Buy)	\$12.19	03/06/2007		M			5,891	12/06/2006	12/09/2013	Common Stock	5,891	\$0	0	D
Stock Options (Rights to Buy)	\$12.19	03/06/2007		М			3,219	12/09/2005	12/09/2013	Common Stock	3,219	\$0	1,610	D
Stock Options (Rights to Buy)	\$12.19	03/06/2007		M			1,610	12/09/2006	12/09/2013	Common Stock	1,610	\$0	0	D
Stock Options (Rights to Buy)	\$16.6	03/06/2007		M			7,500	09/10/2005	09/10/2014	Common Stock	7,500	\$0	7,500	D
Stock Options (Rights to Buy)	\$16.6	03/06/2007		М			7,500	09/10/2006	09/10/2014	Common Stock	7,500	\$0	0	D
Stock Options (Rights to Buy)	\$16.57	03/06/2007		М			7,500	09/10/2005	09/10/2014	Common Stock	7,500	\$0	7,500	D
Stock Options (Rights to Buy)	\$16.57	03/06/2007		М			7,500	09/10/2006	09/10/2014	Common Stock	7,500	\$0	0	D

Explanation of Responses:

1. Shares withheld to pay required withholding taxes upon the vesting of 667 shares from a restricted stock award granted March 2, 2006 pursuant to the LCA-Vision Inc. 2001 Stock Incentive Plan. The full award was reported previously.

/s/ Charles G. Skidmore, Attorney-in-fact for Craig P. R. 03/08/2007 Joffe

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

^{*} If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).